

EXHIBIT D

HUNTON ANDREWS KURTH

HUNTON ANDREWS KURTH LLP
2200 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, DC 20037

TEL 202 • 955 • 1500
FAX 804 • 788 • 8218

EIN 54-0572269

INVOICE SUMMARY

FILE NUMBER: 026915.MULTI
INVOICE NUMBER: 105070625
DATE: 08/06/2020

THIS BILL IS EBILLED

This bill was sent electronically per client requirements.

This paper document is for supplemental and informational purposes.

CLIENT NAME:	PACIFIC GAS & ELECTRIC COMPANY
BILLING ATTORNEY:	MICHAEL F FITZPATRICK

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EIN 54-0572269

INVOICE SUMMARY

PG&E CORPORATION
ATTN: CHRISTINE DESANZE
SENIOR COUNSEL
POST OFFICE BOX 77000
SAN FRANCISCO, CA 94177

FILE NUMBER: 026915.MULTI
INVOICE NUMBER: 105070625
DATE: 08/06/2020

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
BILLING ATTORNEY: MICHAEL F FITZPATRICK

Statement for professional services and charges rendered in connection with the referenced matter(s), for the period ending June 30, 2020 per the attached itemization:

CURRENT INVOICE SUMMARY:

Current Fees:	\$ 1,461,071.20
Current Charges:	5,208.98
CURRENT INVOICE AMOUNT DUE:	\$ 1,466,280.18

SUMMARY BY MATTER:

RE: (Hunton # 026915.0000015, Client # 1204984) PRIVACY AND SECURITY

Current Fees:	\$ 670.00
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 670.00

RE: (Hunton # 026915.0000018, Client # 1004022) Ecological Rights Foundation v. PG&E

Current Fees:	\$ 297.50
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 297.50

RE: (Hunton # 026915.0000027, Client # 1907552) North Bay Fires (Strategic Advice and Counsel)

Current Fees:	\$ 4,075.20
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 4,075.20

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 2

RE: (Hunton # 026915.0000032, Client # 1907639) Utility Financing Advice

Current Fees:	\$ 355,815.20
Current Charges:	2,460.71
CURRENT MATTER AMOUNT DUE:	\$ 358,275.91

RE: (Hunton # 026915.0000034) Accounts Receivables Securitization

Current Fees:	\$ 97,260.20
Current Charges:	1,774.75
CURRENT MATTER AMOUNT DUE:	\$ 99,034.95

RE: (Hunton # 026915.0000037) 2020 Utility Tax-Exempt Advice

Current Fees:	\$ 43,524.00
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 43,524.00

RE: (Hunton # 026915.0000038, Client # 802946) 2020 Utility FMB Indenture

Current Fees:	\$ 408,300.10
Current Charges:	476.38
CURRENT MATTER AMOUNT DUE:	\$ 408,776.48

RE: (Hunton # 026915.0000039, Client # 903235) 2020 PG&E Corp Secured Debt Offering

Current Fees:	\$ 294,865.60
Current Charges:	247.58
CURRENT MATTER AMOUNT DUE:	\$ 295,113.18

RE: (Hunton # 026915.0000041, Client # 802971) PG&E Utility 2020 Credit Facility

Current Fees:	\$ 119,464.70
Current Charges:	234.91
CURRENT MATTER AMOUNT DUE:	\$ 119,699.61

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 3

RE: (Hunton # 026915.0000042, Client # 802946) PG&E Corp 2020 Credit Facility

Current Fees:	\$ 136,798.70
Current Charges:	14.65
CURRENT MATTER AMOUNT DUE:	\$ 136,813.35

CURRENT INVOICE AMOUNT DUE:	\$ 1,466,280.18
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INVOICE SUMMARY-REMITTANCE PAGE

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ATTN: CHRISTINE DESANZE
SENIOR COUNSEL
POST OFFICE BOX 77000
SAN FRANCISCO, CA 94177

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CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

BILLING ATTORNEY: MICHAEL F FITZPATRICK

RE: (Hunton # 026915.0000015, Client's # 1204984) PRIVACY AND SECURITY

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	P M TIAO	C300	Emails with Ms. DePalacios and other participants regarding rescheduling industry-only pathfinder call	0.30	201.00
06/11/2020	P M TIAO	C300	Emails with Ms. DePalacios regarding Pathfinder	0.20	134.00
06/16/2020	P M TIAO	C300	Emails with Ms. DePalacios regarding Pathfinder call with USG	0.20	134.00
06/18/2020	P M TIAO	C300	Email to USG to reschedule Pathfinder call	0.20	134.00
06/26/2020	P M TIAO	C300	Call with Ms. DePalacios regarding Dreamport	0.10	67.00
TOTAL C300				1.00	
TOTAL HOURS				1.00	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
P M TIAO	Partner	1.00	670.00	670.00
TOTAL FEES (\$)				670.00

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Analysis and Advice	C300	1.00	670.00
		1.00	670.00

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PAGE: 2

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RE: (Hunton # 026915.0000018, Client's # 1004022) Ecological Rights Foundation v. PG&E

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	J T BOER	L120	Develop strategy, review Consent Decree terms and exchange correspondence with M. Pietraz re: sampling data issues	0.50	297.50
TOTAL L120				0.50	
TOTAL HOURS				0.50	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
J T BOER	Partner	0.50	595.00	297.50
TOTAL FEES (\$)				297.50

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Analysis/Strategy	L120	0.50	297.50
		0.50	297.50

MATTER SUMMARY:

Current Fees:	\$ 297.50
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 297.50

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PAGE: 4

RE: (Hunton # 026915.0000027, Client's # 1907552) North Bay Fires (Strategic Advice and Counsel)

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	M F FITZPATRICK	P210	Reviewed securitization timeline	0.30	280.80
			TOTAL P210	0.30	
06/02/2020	M F FITZPATRICK	P300	Telephone conference with Cravath to discuss Securitization timeline	0.60	561.60
06/02/2020	M F FITZPATRICK	P300	Telephone conference with Citi to discuss timeline/Marketing timeline	0.70	655.20
06/02/2020	A R O'BRIAN	P300	Prepare for (0.2) and participate in telephone call with Cravath regarding timing for securitization (0.6)	0.80	576.00
06/03/2020	A R O'BRIAN	P300	Telephone call with Cravath and Citi to discuss timing for securitization in advance of arbitration	0.70	504.00
06/03/2020	M F FITZPATRICK	P300	Prepare for (0.3) and participate in telephone conference with Cravath and Citi to discuss Securitization timeline (0.7)	1.00	936.00
06/04/2020	M F FITZPATRICK	P300	Telephone conference with Seth Goldman of MTO to discuss Securitization schedule	0.60	561.60
			TOTAL P300	4.40	
			TOTAL HOURS	4.70	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
M F FITZPATRICK	Partner	3.20	936.00	2,995.20
A R O'BRIAN	Partner	1.50	720.00	1,080.00
	TOTAL FEES (\$)			4,075.20

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CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

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DATE: 08/06/2020
PAGE: 5

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Corporate Review	P210	0.30	280.80
Structure / Strategy / Analysis	P300	4.40	3,794.40
		4.70	4,075.20

MATTER SUMMARY:

Current Fees:	\$ 4,075.20
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 4,075.20

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PAGE: 6

RE: (Hunton # 026915.0000032, Client's # 1907639) Utility Financing Advice

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	T L CANADA	P100	Finalize exhibits to Hunton's April fee statement	1.00	243.00
06/01/2020	J F PAGET	P100	Work on finalizing April fee statement	0.50	295.00
06/22/2020	J F PAGET	P100	Continue work on May fee statement	5.10	3,009.00
06/23/2020	T L CANADA	P100	Revise May fee statement	0.50	121.50
06/23/2020	T L CANADA	P100	Work on Hunton first interim fee application	6.30	1,530.90
06/24/2020	J F PAGET	P100	Review professional compensation procedures under terms of confirmed plan	0.70	413.00
06/25/2020	M A HAYES	P100	Meet with Hunton Team to discuss delegation of work for the upcoming closing.	0.40	162.00
06/26/2020	F VEHBIU	P100	Reviewed supplemental indentures and closing deliverables and prepared trustee signature page packet.	2.30	1,025.80
06/29/2020	J F PAGET	P100	Revise draft May fee statement and related exhibits	3.10	1,829.00
06/30/2020	J F PAGET	P100	Finish revisions to May fee statement and exhibits	4.50	2,655.00
			TOTAL P100	24.40	
06/01/2020	P C JAMIESON	P210	Attend legal and regulatory due diligence	1.00	491.00
06/01/2020	M F FITZPATRICK	P210	Reviewed revised Investment Agreement for PIPE transaction	0.80	748.80
06/01/2020	M F FITZPATRICK	P210	Reviewed draft equity opinion	0.80	748.80
06/01/2020	M R YI	P210	Conduct diligence for notes offering	5.00	2,545.00
06/01/2020	B P HARNEY	P210	Attention to ordering CUSIP numbers for exchange Notes (1.2)	1.20	604.80

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CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
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INVOICE: 105070625
DATE: 08/06/2020
PAGE: 7

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	M F FITZPATRICK	P210	Reviewed PIPE transaction disclosure schedule and revisions to documents	1.00	936.00
06/02/2020	M F FITZPATRICK	P210	Reviewed resolutions	0.50	468.00
06/02/2020	M F FITZPATRICK	P210	Reviewed Equity Opinion issues	1.00	936.00
06/02/2020	M R YI	P210	Conduct diligence for notes offering	3.00	1,527.00
06/03/2020	M R YI	P210	Continue reviewing diligence for notes offering	1.00	509.00
06/03/2020	B P HARNEY	P210	Analyze Pacific Gas and Electric Company CUSIP exchange (.9)	0.90	453.60
06/04/2020	M F FITZPATRICK	P210	Reviewed Final Version of PIPE Investment Agreement	1.00	936.00
06/04/2020	B P HARNEY	P210	Correspondence re: emergence/reinstated items with Akin Gump team (.5)	0.50	252.00
06/06/2020	M F FITZPATRICK	P210	Reviewed financing provisions of current Confirmation Order	0.50	468.00
06/07/2020	M F FITZPATRICK	P210	Reviewed financing provisions of draft Stand Alone Confirmation Order	0.60	561.60
06/08/2020	M F FITZPATRICK	P210	Reviewed revised financing provisions of Confirmation Order	1.20	1,123.20
06/09/2020	M F FITZPATRICK	P210	Reviewed further revised financing provisions of Confirmation Order	0.70	655.20
06/09/2020	M F FITZPATRICK	P210	Prepared testimony for Arbitration Hearing for Cravath concerning securitization timeline	1.50	1,404.00
06/09/2020	M F FITZPATRICK	P210	Reviewed existing checklists for work streams	0.50	468.00

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PAGE: 8

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	S C KWON	P210	Conference calls with M. Fitzpatrick and B. Harney regarding timing considerations for emergence and related process for CUSIP exchange process and reinstated and exchange debt process (0.4); review/comment on check lists for CUSIP exchange process, collateralization process for reinstated debt and exchange debt process (1.2).	1.60	1,246.40
06/09/2020	B P HARNEY	P210	Reviewed checklists for reinstated and exchange items and discuss with C.Kwon (1.4); Reviewed comments to documents and turning changes to supplemental indentures (1)	2.40	1,209.60
06/10/2020	M F FITZPATRICK	P210	Finalized testimony for Arbitration hearing	1.80	1,684.80
06/10/2020	S C KWON	P210	Conference call with PG&E legal regarding status of BOKF's legal counsel (0.3); Review/comment on checklists for CUSIP exchange process, reinstatement and collateralization of certain Utility notes and exchange process for certain Utility short-term and long-term notes with FMBs (1.6); conference call with B. Harney regarding comments/edits thereto (0.3); review/comment on draft e-mail of B. Harney addressed to PG&E legal regarding outstanding matters with respect to the above (0.5)	2.70	2,103.30
06/10/2020	B P HARNEY	P210	Analyze reinstated/exchange items (1.2)	1.20	604.80
06/11/2020	M F FITZPATRICK	P210	Revised testimony for Arbitration hearing	1.00	936.00

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PAGE: 9

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06/11/2020	M F FITZPATRICK	P210	Reviewed financing provisions of revised Confirmation Order	0.80	748.80
06/11/2020	B P HARNEY	P210	Revised checklists for reinstated and exchange debt items and discussing with C. Kwon (1); Analysis re: unrestricted CUSIP item (.4); Review supplemental indentures for emergence items (1)	2.40	1,209.60
06/12/2020	M F FITZPATRICK	P210	Reviewed Equity Offering opinion issues	1.00	936.00
06/12/2020	B P HARNEY	P210	Analyze supplemental indentures for reinstated and exchange debt items (1); attention to discussing matter with C. Kwon (.5)	1.50	756.00
06/12/2020	B P HARNEY	P210	Submit forms to DTC for unrestricted CUSIP exchange (.6)	0.60	302.40
06/13/2020	B P HARNEY	P210	Correspondence with J. Yu re: debt reinstatement matters (.7)	0.70	352.80
06/15/2020	M F FITZPATRICK	P210	Reviewed resolutions/questions from Cravath re: financing	0.50	468.00
06/16/2020	B P HARNEY	P210	Analyze issues re: CUSIP exchange matter (1.1)	1.10	554.40
06/17/2020	B P HARNEY	P210	Draft reinstated/exchange documents (1.5); review of comments to supplemental indentures (.6)	2.10	1,058.40
06/17/2020	B P HARNEY	P210	Revise closing documents for reinstated and exchange debt (2.2); review of updated documents and supplemental indentures (1)	3.20	1,612.80
06/18/2020	M F FITZPATRICK	P210	Reviewed Equity Prospectus Supplement debt descriptions	1.80	1,684.80
06/18/2020	M F FITZPATRICK	P210	Reviewed Funded Debt/Exchange Debt logistic issues	1.20	1,123.20
06/18/2020	M F FITZPATRICK	P210	Reviewed flow of funds	0.50	468.00

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PAGE: 10

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06/18/2020	S C KWON	P210	Conference call with Arent Fox regarding CUSIP exchange process (0.5); preparation of mark-up of description of indebtedness relating to Corp. secured notes and Utility FMB notes per request from Cravath team for inclusion in common stock pro supp (2.6); conference call/e-mail correspondences with B. Harney regarding further updates thereto and distribution of same to Cravath team (0.4)	3.50	2,726.50
06/18/2020	M R YI	P210	Review updated diligence responses from PG&E	0.50	254.50
06/18/2020	B P HARNEY	P210	Prepare closing documents for reinstated and exchange documents (1.6); Analyze CUSIP exchange issues with DTC (.8)	2.40	1,209.60
06/19/2020	S C KWON	P210	Conference calls/e-mail correspondences with B. Harney to discuss outstanding items with respect to CUSIP exchange process, collateralization and reinstatement of certain Utility notes and exchange debt process (0.8); coordination with BOKF and BNYM regarding the CUSIP exchange process (0.7); e-mail correspondences with company counsel regarding updates on the CUSIP exchange process (0.2); all hands-call with Akin, Prime clerk and Aliz Partners to walk through emergence process for debt component (1.0)	2.70	2,103.30

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PAGE: 11

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06/19/2020	B P HARNEY	P210	Analyze CUSIP exchange with DTC and BNYM teams (1.6); attention to organizing call with respect to emergence issues (1.1); analyze updates to reinstated debt supplemental indentures (.9)	3.60	1,814.40
06/21/2020	P C JAMIESON	P210	Prepare drafts of equity and equity units opinions	3.30	1,620.30
06/22/2020	M F FITZPATRICK	P210	Reviewed Prime Clerk Cusip break down and funds flow	1.00	936.00
06/22/2020	M F FITZPATRICK	P210	Reviewed Equity 8-K	0.80	748.80
06/22/2020	M F FITZPATRICK	P210	Reviewed equity opinion issues and related Board Resolutions	1.10	1,029.60
06/23/2020	M F FITZPATRICK	P210	Reviewed Emergence document list for financings and reinstated/exchange debt	2.00	1,872.00
06/23/2020	M F FITZPATRICK	P210	Reviewed DTC instructions	1.00	936.00
06/24/2020	M F FITZPATRICK	P210	Reviewed emergence FMB Bond Papers and Unsecured Indenture bond papers/documents	5.00	4,680.00
06/24/2020	M F FITZPATRICK	P210	Reviewed various GC and Hunton opinions for Indentures	1.20	1,123.20
06/24/2020	M F FITZPATRICK	P210	Reviewed reliance letters and Transfer Agent opinions	1.30	1,216.80

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PAGE: 12

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	S C KWON	P210	Review/comment on revised supplemental indentures and forms of bonds for the exchange debt (1.5); e-mail correspondences with B. Harney regarding such comments and finalization of such supplemental indentures and bond forms of exchange debt (0.3); conference call with Arent Fox regarding the collateralization process for reinstated debt and closing deliverables related to collateralization (0.5); review/comment on draft Hunton opinion and reliance letters relating to the equity units deal (1.2); conference calls/e-mail correspondences with B. Harney regarding emergence date items and DTC instruction letter to be submitted (0.4)	3.90	3,038.10
06/24/2020	B P HARNEY	P210	Revise closing deliverables for unsecured Notes trustee as part of collateralization (2); analyze DTC instruction letter and CUSIP numbers (2.2); revise supplemental indentures for emergence (2)	6.20	3,124.80
06/24/2020	B P HARNEY	P210	Analyze CUSIPs for Exchange Debt and coordinating with CUSIP Bureau (1.5); analyze emergence matters with Trustees to ensure that documents are in final form for closing (1); Correspond with Prime Clerk with respect to the emergence date issues and requirements (2)	4.50	2,268.00
06/25/2020	M F FITZPATRICK	P210	Reviewed Equity opinion drafts and comments from DPW	1.10	1,029.60

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INVOICE: 105070625
DATE: 08/06/2020
PAGE: 13

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/25/2020	M F FITZPATRICK	P210	Reviewed Prime Clerk issues and AST requirements/agreements regarding funded debt	1.30	1,216.80
06/25/2020	M F FITZPATRICK	P210	Reviewed resolutions	0.50	468.00
06/25/2020	M F FITZPATRICK	P210	Reviewed revised Supplemental indentures	2.00	1,872.00
06/25/2020	M F FITZPATRICK	P210	Reviewed Cash Management documents	0.40	374.40
06/25/2020	S STANTON	P210	Organizational call with full Hunton team to prepare executed closing deliverables.	0.60	243.00
06/25/2020	B P HARNEY	P210	Analyze FINRA matters for emergence debt and response to FINRA (1.1); analyze DTC matters and other outstanding issues with Prime Clerk team (1); analyze DTC communications with respect to eligibility of new Exchange CUSIPs (2)	4.10	2,066.40
06/25/2020	M G CHAN	P210	Analyze materials for exit transactions pursuant to plan/RSA	0.70	350.00
06/26/2020	S STANTON	P210	Prepare PG&E signature pages.	0.70	283.50
06/26/2020	M F FITZPATRICK	P210	Reviewed Equity opinion drafts and comments from DPW	1.10	1,029.60
06/26/2020	M F FITZPATRICK	P210	Reviewed Prime Clerk issues and AST requirements/agreements regarding funded debt	1.30	1,216.80
06/26/2020	M F FITZPATRICK	P210	Reviewed resolutions	0.50	468.00
06/26/2020	M F FITZPATRICK	P210	Reviewed revised supplemental indentures	2.00	1,872.00
06/26/2020	M F FITZPATRICK	P210	Reviewed Cash Management documents	0.40	374.40
06/26/2020	S A JABER	P210	Review draft certificates pursuant to underwriting agreements.	1.00	500.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 14

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	S A JABER	P210	Review trustee comments to various closing documents and opinions.	1.00	500.00
06/26/2020	M G CHAN	P210	Review of 30th Supplemental Indenture to 2005 Indenture (2); review of 1st Supplemental Indenture to 2017 Indenture (1); Review of 2nd Supplemental Indenture to 2018 Indenture (1); Compilation of signature pages (3);	7.00	3,500.00
06/26/2020	B P HARNEY	P210	Attend process, update and bank facilities call re: emergence (2.1); revise draft closing deliverables (2); analyze CUSIP mandatory exchange with DTC and BNYM and for final approval by the Company (1.8); Correspond American Stock Transfer as underwriter for eligibility of funded debt CUSIPs, (1.7); Prepare response of open items and necessary action to answer questions (2.1); analyze DTC matters with Prime Clerk to ensure eligibility of all CUSIPs (2.4)	12.10	6,098.40
06/27/2020	S STANTON	P210	Analyze first mortgage global bond documents.	2.80	1,134.00
06/27/2020	M F FITZPATRICK	P210	Reviewed FINRA submission	1.00	936.00
06/27/2020	M G CHAN	P210	Draft notes for bond issuance	0.50	250.00
06/28/2020	S STANTON	P210	Prepare all broken out global bonds with relevant bond-specific information.	8.70	3,523.50
06/28/2020	M F FITZPATRICK	P210	Reviewed revised resolutions	0.30	280.80
06/28/2020	M F FITZPATRICK	P210	Reviewed closing equity opinions	0.80	748.80
06/28/2020	M F FITZPATRICK	P210	Reviewed revised resale S-3	1.20	1,123.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 15

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/28/2020	B P HARNEY	P210	Revise FINRA letter with comments from group and finalizing (2.2); Analyze supplement indentures (1.5)	3.80	1,915.20
06/28/2020	M G CHAN	P210	Continue drafting notes for bond issuance	7.80	3,900.00
06/29/2020	M F FITZPATRICK	P210	Reviewed resale S-3	2.00	1,872.00
06/29/2020	M F FITZPATRICK	P210	Reviewed Bond document closing papers	2.70	2,527.20
06/29/2020	M F FITZPATRICK	P210	Reviewed open issues concerning Confirmation Order	1.20	1,123.20
06/29/2020	B P HARNEY	P210	Revise closing deliverables for emergence transactions (6.1); telephone call with Prime Clerk, Weil, BOKF with respect to emergence issues (2); Analyze DTC issues with Prime Clerk (2); review DTC distribution letters and lists for submission (1); review 8-K for emergence issues (1.1); review preliminary executed documents for pre-closing (1)	13.20	6,652.80
06/30/2020	B P HARNEY	P210	Review all executed closing documents and deliverables for emergence matters (9.1); Analyze CUSIP issue for Exchange debt (1.5); analyze accrued interest on reinstated debt with BOKF and Alix Partners (1.5); review spreadsheets and DTC notices from Arent Fox and Prime Clerk (1); analyze funded debt issues (1)	14.10	7,106.40
06/30/2020	M F FITZPATRICK	P210	Reviewed closing documents/opinions	4.20	3,931.20
			TOTAL P210	196.90	
06/02/2020	C W HASBROUCK	P240	Research regarding CA statutory issues.	0.30	171.60

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 16

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	C W HASBROUCK	P240	Review research materials with respect to CA statutory issues	2.50	1,430.00
06/03/2020	C W HASBROUCK	P240	Review draft pricing committee materials received from securities counsel	0.50	286.00
06/04/2020	C W HASBROUCK	P240	Prepare comments regarding CA statutory issues	0.80	457.60
06/04/2020	C W HASBROUCK	P240	Review CA statutory materials with respect to corporate issues	0.80	457.60
06/12/2020	C W HASBROUCK	P240	Correspond with corporate team regarding opinion issues.	0.30	171.60
06/13/2020	C W HASBROUCK	P240	Review research materials with respect to CA statutory issues	0.80	457.60
06/13/2020	C W HASBROUCK	P240	Coordinate with R. Johnson regarding research issues.	0.30	171.60
06/15/2020	C W HASBROUCK	P240	Review revised GC opinion language	0.20	114.40
06/15/2020	C W HASBROUCK	P240	Prepare revised language for GC opinion	0.60	343.20
06/17/2020	C W HASBROUCK	P240	Review lien search and prepare comments	0.50	286.00
06/17/2020	C W HASBROUCK	P240	Coordinate with R. Johnson regarding filing and financing issues.	0.20	114.40
06/18/2020	C W HASBROUCK	P240	Review revised draft of opinion with respect to CA issues	0.40	228.80
06/21/2020	C W HASBROUCK	P240	Coordinate with R. Johnson and corporate team regarding CA statutory issues.	0.30	171.60
06/21/2020	R M JOHNSON	P240	Review the forms of the legal opinions to be delivered by Hunton.	0.70	620.90
06/22/2020	C W HASBROUCK	P240	Review draft resolutions with respect to CA issues	1.00	572.00
06/25/2020	R M JOHNSON	P240	Review legal opinions.	0.50	443.50
TOTAL P240				10.70	

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 17

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/11/2020	S C KWON	P280	E-mail correspondences/conference calls with PG&E legal regarding status of trustee counsel engagement for BOKF and outstanding items on reinstated and exchange debt (0.6); conference call with company counsel regarding exchange debt and reinstated debt (0.4); conference call/e-mail correspondences with Liz Clark regarding reinstated and exchange debt (0.3); conference call with Arent Fox regarding CUSIP exchange for 2023 and 2028 notes and reinstated debt and status of documents (0.5); review/comment on draft e-mails of B. Harney addressed to various parties regarding reinstated and exchange debt (0.6).	2.40	1,869.60
06/12/2020	S C KWON	P280	Conference call with company counsel regarding exchange debt and reinstated debt (0.4); review/comment on draft e-mails of B. Harney addressed to various parties regarding reinstated and exchange debt (0.2); review/comment on draft e-mail of B. Harney regarding CUSIP exchange process e-mail to DTC team (0.3)	0.90	701.10
06/17/2020	J F PAGET	P280	Review plan requirements re: preparation and submission of professional fees (0.5); correspond with HAK team re: preparation of first interim fee application (0.3); Review preliminary draft of same (1.2)	2.00	1,180.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 18

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	S C KWON	P280	Correspond with Prime Clerk regarding DTC eligibility for exchange debt (0.6); e-mail correspondences with Hunton team regarding mechanics and outstanding items on reinstated debt, exchange debt and funded debt (0.3); preparation of e-mail to PG&E Treasury and legal regarding status of items on reinstated debt, exchange debt and CUSIP exchange process (0.7)	1.60	1,246.40
06/18/2020	J F PAGET	P280	Work on HAK May fee statement	4.10	2,419.00
06/19/2020	J F PAGET	P280	Work on draft of May fee statement (3.1); correspond with counsel regarding revisions to first interim fee application (0.5); analyze interim compensation order (0.8); correspond with local counsel re: the same (0.8)	5.20	3,068.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 19

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/23/2020	S C KWON	P280	Correspond with B. Harney regarding CUSIP exchange process and other items remaining for emergence date items (1.3); e-mail correspondences with Arent Fox regarding closing deliverables in connection with reinstated debt (0.2); conference call with Hunton capital markets team to discuss outstanding items for debt documents in connection with the 7/1 emergence date (0.9); preparation of bullet points describing timing and process for collateralization of reinstated debt (1.0); e-mail correspondences with B. Harney regarding distribution thereof to PG&E team (0.1); review of revised 8-K relating to confirmation order (0.2); e-mail correspondence with Cravath team regarding same (0.1)	3.80	2,960.20
06/23/2020	J F PAGET	P280	Continue working on May fee statement (3.7); begin working on revisions to first interim fee application (2.4)	6.10	3,599.00
06/24/2020	T L CANADA	P280	Work on Hunton's May fee statement	3.50	850.50
06/25/2020	T L CANADA	P280	Work on Hunton's May fee statement	6.00	1,458.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 20

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/25/2020	S C KWON	P280	Follow-up with BNYM team regarding CUSIP exchange process with respect to the 2023 and 2028 notes (0.3); e-mail correspondences with PG&E team regarding same (0.2); conference call/e-mail correspondences with B. Harney regarding items remaining for reinstated debt and exchange debt matters (0.3); conference call with Hunton team regarding DTC eligibility matters with respect to funded debt (0.2); review/comment on list of negative covenants with respect to Corp. secured notes (0.4)	1.40	1,090.60
06/25/2020	J F PAGET	P280	Continue working on revisions to May fee statement	3.60	2,124.00
06/26/2020	S C KWON	P280	E-mail correspondence with B. Harney regarding reinstated debt and exchange debt matters (0.3); e-mail correspondence with BNYM regarding the CUSIP exchange process for 2023 notes and 2028 notes (0.2); conference call with Hunton capital markets team regarding outstanding items for emergence date (0.5)	1.00	779.00
06/26/2020	S A JABER	P280	Correspond with Hunton team regarding supplemental indenture revisions.	1.00	500.00
06/26/2020	J F PAGET	P280	Correspond with HAK team re: compensation procedures under chapter 11 plan (0.8); review revised draft of first interim compensation app (0.5)	1.30	767.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 21

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/27/2020	S A JABER	P280	Correspond with Hunton team regarding supplemental indenture comments.	0.70	350.00
06/29/2020	T L CANADA	P280	Work on Hunton's May fee statement and exhibits	1.20	291.60
			TOTAL P280	45.80	
06/01/2020	J W HARBOUR	P300	Analysis of transaction issues	0.10	69.80
06/01/2020	P C JAMIESON	P300	Email correspondence w/ Cravath re: AR facility (.4); review comments to equity opinions; email correspondence w/ R. Johnson and E. Nedell re: same (.6); email correspondence and telephone conference w/ R. Johnson re: PIPE opinion (.7)	1.70	834.70
06/02/2020	J W HARBOUR	P300	Analysis of financing issue and communications with counsel	0.70	488.60
06/02/2020	P C JAMIESON	P300	Review minutes re: PIPE	1.40	687.40
06/03/2020	J W HARBOUR	P300	Analysis of financing transaction issues and documents and communications with counsel and Weil	0.70	488.60
06/03/2020	P C JAMIESON	P300	Telephone conference w/ R. Johnson re: PIPE opinion	0.50	245.50
06/04/2020	J W HARBOUR	P300	Analysis of financing issues and communications with counsel and Weil	0.80	558.40
06/05/2020	J W HARBOUR	P300	Analysis of transaction and opinion issues and communications from counsel	0.10	69.80
06/06/2020	M F FITZPATRICK	P300	Several telephone conferences with Weil/Cravath and JPM to discuss Stand Alone Confirmation Order	1.50	1,404.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 22

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/06/2020	M F FITZPATRICK	P300	Telephone conference with J. Harbour to discuss Bankruptcy concerns with Standalone Order	0.50	468.00
06/06/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communications with counsel	1.10	767.80
06/07/2020	M F FITZPATRICK	P300	Telephone conferences with Weil and Cravath to discuss debt offerings and Confirmation process	1.50	1,404.00
06/07/2020	J W HARBOUR	P300	Analysis of financing transaction issues	0.10	69.80
06/08/2020	M F FITZPATRICK	P300	Telephone conferences with Weil to discuss Standalone Financing Confirmation Order	0.80	748.80
06/08/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communications with counsel and with Weil and Mayer Brown	0.80	558.40
06/09/2020	M F FITZPATRICK	P300	Several telephone conference with Cravath to discuss draft order	1.20	1,123.20
06/09/2020	M F FITZPATRICK	P300	Telephone conference with Cravath to discuss securitization timeline	0.80	748.80
06/09/2020	M F FITZPATRICK	P300	Several telephone conferences with B. Harney/C. Kwon to discuss states of Reinstated/Exchange debt work streams	0.50	468.00
06/09/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communications with counsel and Mayer Brown	0.60	418.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 23

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	K C FELZ	P300	Conference call with Cravath and HAK team to discuss Wildfire deferred payments and review of treatment under mortgage indenture (.6); conference call with capital accounting team at PGE to discuss mortgage certificates and review of drafts (1.3); review of DPW to FMB opinions and discuss with P. Jamieson (.5); review of revisions and open items on pro supps and discuss with P. Jamieson (2.4).	4.80	4,190.40
06/10/2020	M F FITZPATRICK	P300	Several telephone conferences with A. O'Brian and S. Regan to finalize testimony	0.80	748.80
06/10/2020	M F FITZPATRICK	P300	Telephone conference with C. DeSanze and J. Yu to discuss Reinstated and Exchange checklist	0.60	561.60
06/10/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communications with counsel	0.70	488.60
06/11/2020	M F FITZPATRICK	P300	Telephone conference with Weil to discuss revised Order	0.60	561.60
06/11/2020	J W HARBOUR	P300	Analysis of financing transaction issues	0.60	418.80
06/12/2020	M F FITZPATRICK	P300	Telephone conferences with Cravath to discuss Equity Offerings and 10-b5 issues concerning board of directors	0.80	748.80
06/12/2020	J W HARBOUR	P300	Analysis of financing transaction issues	0.20	139.60

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 24

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/14/2020	K C FELZ	P300	Conference call with JPM, DPW and company to discuss escrow release provisions (.6); draft Holdco escrow agreement (1.2); discuss questions on roadshow script with PGE (.3); review and comment on changes to investor presentation (.4); draft riders to address additional escrow release mechanics and discuss with E. Nedell (.7); review, markup, edit and finalize debt prospectus supplements (10.5).	13.70	11,960.10
06/15/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communications with counsel	0.20	139.60
06/15/2020	P C JAMIESON	P300	Email correspondence w/ Company re: equity resolutions	0.40	196.40
06/15/2020	P C JAMIESON	P300	Email correspondence w/ Cravath re: opinions	0.50	245.50
06/16/2020	M F FITZPATRICK	P300	Telephone conference with Cravath regarding equity opinions and Simpson opinion request	0.80	748.80
06/17/2020	K C FELZ	P300	Review requirements for DTC eligibility and timing (.8)	0.80	698.40
06/19/2020	K C FELZ	P300	Review of summary of timing considerations of equity offerings and emergence in advance of calls re: the Emergence Process (.3); Conference call with Alix Partners and others to discuss funds flow and wire process (.8).	1.10	960.30
06/19/2020	P C JAMIESON	P300	Telephone conference w/ PG&E, Alix Partners and legal teams re: funds flow	0.80	392.80
06/19/2020	P C JAMIESON	P300	Telephone conference w/ Weil and legal teams re: emergence process	0.60	294.60

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 25

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/19/2020	P C JAMIESON	P300	Email correspondence w/ J. Goswell and B. Harney re: closing deliverables and signatures	0.40	196.40
06/19/2020	M F FITZPATRICK	P300	Attended emergence update calls	1.00	936.00
06/20/2020	K C FELZ	P300	Discuss term loan 8-K with company internal counsel and coordinate with J. Goswell regarding drafting (.4);	0.40	349.20
06/20/2020	P C JAMIESON	P300	Review financing provisions in confirmation order	0.70	343.70
06/20/2020	P C JAMIESON	P300	Email correspondence w/ Cravath re: equity opinions	0.20	98.20
06/20/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communication from counsel	0.10	69.80
06/21/2020	P C JAMIESON	P300	Review 8-K for Term Loan B, termination notices and Corp notes	2.30	1,129.30
06/22/2020	S C KWON	P300	E-mail correspondences with PG&E treasury team regarding reinstated and exchange debt (0.2); follow-up with Prime Clerk regarding status of instruction letter required for DTC eligibility for new CUSIPs (0.3)	0.50	389.50

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 26

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/22/2020	K C FELZ	P300	Reorganization group conference call to discuss emergency steps and discuss debt cancellation with Cravath team (.5); review of draft pricing committee resolutions for equity offerings prepared by Cravath (.5); review escrow amounts and release procedure for Corp Term Loan and Utility and Corp debt (.4); continued review of Corp debt/TLB 8-K and group comments (.6); review and discuss treatment of interest for reinstated debt (.3); review wire summary at emergence and conference call with team to discuss (.9);	3.20	2,793.60
06/22/2020	P C JAMIESON	P300	Review final documents for closing 8-K (1.2); review revised equity pricing committee resolutions (.8); email correspondence w/ Cravath and M. Fitzpatrick re: 10b-5 reliance (.6); telephone conference w/ M. Fitzpatrick and B. Harney re: accrued interest calculations (.4); review RSA and POR re: accrued interest (1.2); telephone conference w/ Cravath re: equity opinions (.5); telephone conference w/ EQ and Cravath re: equity closing procedures (.4); telephone conference w/ working group re: POR (.4); telephone conferences w/ M. Fitzpatrick and B. Harney re: status (1.3); email correspondence w/ B. Harney re: incumbency certificates (.3)	7.10	3,486.10
06/23/2020	J W HARBOUR	P300	Analysis of transaction issues and communications with counsel	0.30	209.40

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 27

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/23/2020	M F FITZPATRICK	P300	Several telephone conferences with Company and working group to discuss closing mechanics with DTC and Prime Clerk	0.80	748.80
06/23/2020	P C JAMIESON	P300	Prepare Funded Debt checklist (.6); telephone conferences and email correspondence w/ B. Harney re: same (.4); telephone conference w/ Hunton team re: process (.6); attention to Canada issuer information forms (.4); review Prime Clerk instruction letter (2); email correspondence w/ E. Nedell re: equity opinion drafts (.4); revise same (.7); coordinate w/ Cravath re: same (.4); coordinate w/ B. Harney re: outstanding items (1.2); revise Fourth Supplemental Indenture (1.3); draft equity reliance letters (.5)	8.50	4,173.50

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 28

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	K C FELZ	P300	Review draft DTC instruction (.4); analyze FMB delivery re: collateralization with bank counsel (.3); update conference call with P. Jamieson regarding funded and collateralization debt. (.3); review draft email to loan agent regarding register freeze and funded debt exchange participation (.3); analyze covenants for underwriter review of '34 Act filings with company internal counsel (.5); review/comment on draft HAK common stock closing opinion (.5); review/comment on various closing checklists for credit facility collateralizations and debt exchanges (.7); review/revise indenture opinions to Trustee for exchange/funded debt issuances (.7); analyze collateralization of cash management agreements with E. Nedell (.6)	4.30	3,753.90

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 29

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	P C JAMIESON	P300	Analysis re: FMB global bonds (.8); prepare checklist for global bonds (1.2); analyze CUSIP issues for funded debt FMBs (.7); telephone conference w/ B. Harney re: same (.4); analyze conforming changes to FMB supplemental indentures (3.6); telephone conference w/ K. Felz re: DTC instruction letter (.2); email correspondence w/ M. Fitzpatrick and E. Nedell re: transfer agent opinions (.4); prepare closing list for collateralization of bank facilities and CMA (.8); confer w/ K. Felz re: revised Expert's Certificate (.3); review DPW comments to fifth supplemental indenture and bond documents re: collateralization (.3); email correspondence w/ Cravath re: UA opinions (.3); telephone conference w/ DPW re: CMA (.4); email correspondence w/ K. Felz and E. Nedell re: same (.3); email correspondence w/ M. Fitzpatrick, E. Nedell and M. O'Leary re: 10b-5 reliance (.3)	9.60	4,713.60
06/25/2020	K C FELZ	P300	Reorganization working group call (.3); call with P. Jamieson and HAK team to discuss Funded Debt CUSIP eligibility issue and further call with PrimeClerk and PGE (.6). Review markup of AST agreement with company and discuss with P. Jamieson (.7); discuss additional Expert's certificate and review unfunded property additions status (.3).	1.90	1,658.70

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 30

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/25/2020	M F FITZPATRICK	P300	Telephone conference with C. DeSanz to discuss equity transaction, resolutions and emergence issues	0.90	842.40
06/25/2020	F VEHBIU	P300	Organizational call with team to discuss July 1 closings.	0.50	223.00
06/25/2020	S A JABER	P300	Internal conference to plan for closings.	1.00	500.00
06/25/2020	P C JAMIESON	P300	Prepare covenant summary (.6); telephone conference w/ K. Felz re: DTC instruction letter (.3); telephone conferences w/ Prime Clerk re: Funded Debt (1.6); telephone conference w/ Company and Prime Clerk re: DTC eligibility issue (.4); review AST agreement (.7); coordinate w/ Company re: AST (.7); revise fourth and fifth supplemental indentures (.8); email correspondence w/ E. Nedell and R. Johnson re: transfer agent opinions (.4); email correspondence w/ K. Felz and E. Nedell re: collateralization documents (.3); telephone conference w/ Hunton team and Company re: July 1 logistics (.5); telephone conference w/ Hunton working group re: July 1 closing responsibilities (.5); telephone conference w/ B. Harney re: same (.4); prepare July 1 workstreams checklist (.7); email correspondence w/ Hunton team re: resolutions (.5); review bank facilities covenant summary (.3)	8.70	4,271.70
06/26/2020	J W HARBOUR	P300	Analysis of financing issues and communications with counsel	0.20	139.60

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 31

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	M F FITZPATRICK	P300	Telephone conferences with C. DeSanzo to discuss equity transaction, resolutions and emergence issues	0.90	842.40
06/26/2020	P C JAMIESON	P300	Correspond w/ AST re: CUSIP eligibility (1.2); telephone conference w/ Company re: Expert's Certificate (.2); telephone conference w/ Hunton team re: status of closing items (.5); revise fifth supplemental indenture and bond forms (4.1); review and revise BOD resolutions (.8); telephone conference w/ J. Harbour re: 1145 exemption (.2); telephone conference w/ E. Nedell re: bond deliverables (.2); review bond delivery agreements (.5); revise equity opinions (.8); coordinate w/ Cravath re: same (.4); attend working group call re: bank facilities (.5); telephone conference w/ B. Harney re: closing deliverables (.4); telephone conferences w/ B. Harney, M. Fitzpatrick and K. Felz re: FINRA requests (.5); email correspondence w/ A. Jaber and J. Goswell re: escrow release (.3); telephone conference w/ M. Fitzpatrick re: resale S-3 (.4); research re: same (1.2)	12.20	5,990.20
06/27/2020	M F FITZPATRICK	P300	Telephone conference with Harney re: closing/emergence documents	0.50	468.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 32

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/27/2020	P C JAMIESON	P300	Revise credit facility collateralization bonds (1.6); coordinate w/ E. Nedell re: same (.3); revise BOD UWC (.8); telephone conferences w/ M. Fitzpatrick and B. Harney re: open items (1); email correspondence w/ Cravath and Company re: 2027/2047 CUSP issues (.3); review signature packet (.7); email correspondence w/ Company re: draft closing deliverables (1.6)	6.30	3,093.30
06/28/2020	P C JAMIESON	P300	Email correspondence w/ Company re: back-up certificates (.4); review Hunton opinions pursuant to UA (.7); email correspondence w/ K. Felz re: same (.3); email correspondence w/ S. Stanton re: global bonds (.2); review equity pro supp proof (.7); email correspondence w/ K. Felz re: charters (.2); review DPW comments to FMB deliverables (.6); revise same (.5)	3.60	1,767.60
06/29/2020	M F FITZPATRICK	P300	Attended call with Weil/Cravath regarding closing proceedings	1.00	936.00
06/29/2020	M F FITZPATRICK	P300	Several calls with Company regarding closing mechanics and open issues	1.20	1,123.20
06/29/2020	J W HARBOUR	P300	Analysis of financing transaction issues and communications with counsel	0.10	69.80

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 33

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/29/2020	K C FELZ	P300	Review agenda and participate in reorganization group status call (.7); call with HAK banking/capital markets teams to discuss status and steps for facilities and debt exchanges (.5); further review of HAK opinions deliverable at emergence regarding new and exchange FMB's and equity (.8); review/comment on draft Exhibit 5 opinions for equity/resale registration statement and discuss with P. Jamieson (.8); review of cash management FMB deliverables and discuss CPUC authorization with E. Nedell (1.1); final review of pro supps for equity offering (.6); review and discuss DWAC process for funded debt with Primeclerk, B. Harney and P. Jamieson (.4); review and discuss Expert's Certificate under mortgage indenture for cash management collateralization FMBs (.7); draft/edit debt sections of closing/emergence 8-K and coordinate bank team review (2.8).	7.60	6,634.80
06/30/2020	M F FITZPATRICK	P300	Attended internal team call to discuss emergence process	1.50	1,404.00
06/30/2020	M F FITZPATRICK	P300	Telephone conference with Company to discuss 8-K and press release	1.10	1,029.60
			TOTAL P300	132.00	
06/03/2020	M A HAYES	P400	Reviewed the newly uploaded documents to the data room and updated the due diligence request list log.	1.00	405.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 34

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	A R O'BRIAN	P400	Telephone call with Cravath regarding securitization testimony for arbitration (0.3); Draft testimony explaining utility securitization for arbitration with Tort claimants (5.2).	5.50	3,960.00
06/10/2020	A R O'BRIAN	P400	Draft testimony regarding utility securitization (2.0); Follow-up call with Cravath regarding testimony (0.5)	2.50	1,800.00
06/10/2020	S P REGAN	P400	Provide advice and assistance with draft direct Fitzpatrick testimony (0.5); prepare revisions to testimony (0.6).	1.10	1,079.10
06/11/2020	S P REGAN	P400	Analyze Cravath proposed revisions to draft direct testimony and provide comments on draft and proposed edits. Related correspondence.	0.40	392.40
06/13/2020	M A HAYES	P400	Reviewed the Printer Proofs of the Senior Secured Notes Pro Supp (2.4) and provided comments to same (3.9)	6.30	2,551.50
06/14/2020	M A HAYES	P400	Reviewed printer proofs of the pro supps	0.30	121.50
06/18/2020	M A HAYES	P400	Reviewed the Edgar/xnl proof for the Pro Supp	0.40	162.00
06/21/2020	K C FELZ	P400	Discuss/review 8-K for Corp notes closing and termination of commitments (0.5) and correspond with E. Nedell and P. Jamieson re: same (0.3).	0.80	698.40
06/22/2020	T L CANADA	P400	Prepare Hunton first interim fee application	7.20	1,749.60
06/22/2020	B P HARNEY	P400	Revise supplemental indentures and closing deliverables for reinstated notes (1); analyze reinstated notes process with Trustee (.2)	1.20	604.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 35

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/23/2020	B P HARNEY	P400	Revise closing deliverables for unsecured trustee and sending to C. Kwon for review (3.1); attending call with internal working group with respect to items required for emergence (1); revise supplemental indentures with information received to finalize (2)	6.10	3,074.40
06/23/2020	K C FELZ	P400	Review confirmation 8-K and conformity with financing transactions (.4); conference call with HAK team to discuss status of debt exchange process (.5); review DTC notice and instruction for exchange and reinstated debt (.3); review/discuss emergence calendar with HAK bank and capital markets teams (.4);	1.60	1,396.80
06/25/2020	K C FELZ	P400	Review/comment on drafts of closing documents for facility collateralization and discuss with P. Jamieson (.4); review of draft CA opinions for equity issuances at emergence (.5); review/comment on HAK/internal opinions to Trustee for exchange, funded and collateralization bonds (.8); review closing deliverables for all transactions with P. Jamieson (1.2); review mechanics of Cash Management collateralization agreement with E. Nedell and P. Jamieson (.4). Review/comment on draft supplemental indentures, bonds, and bond delivery documentation for exchange, funded and collateralization debt (1.2)	4.50	3,928.50

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 36

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/25/2020	M A HAYES	P400	Analyzed the covenants in the Corp and Utility bond indentures for Client.	1.50	607.50
06/26/2020	K C FELZ	P400	Review/comment on draft resolutions regarding cash management collateral agreement and review of A/R facility resolutions (.5); analyze bond documents and other deliverables with P. Jamieson (.3); review of TLB bond delivery agreement (.4); review of DPW comments to collateralization agreement and cash management bond form (.3); markup TLB bond delivery agreement for multiple series (.5); conference call with HAK team to discuss status update (.4); conference call with capital accounting team to discuss new expert's certificate (.3); review/discuss FINRA requirements with B. Harney (.4); review of trustee counsel comments to supplemental indentures and discuss with B. Harney and P. Jamieson (.6); drafting UA opinions to UW's deliverable on Effective Date (1.4).	5.10	4,452.30
06/26/2020	S A JABER	P400	Prepare draft escrow release requests.	1.50	750.00
06/27/2020	B P HARNEY	P400	Attend call with respect to FINRA requirements (.5); analyze materials and prepare FINRA letter (3); provide comments re: same to Prime Clerk team (1); analyze comments to closing deliverables and revise accordingly (1.5); review updated instruction letter and distribution to DTC (.5); review closing documents and signature pages (1)	7.50	3,780.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 37

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/28/2020	M A HAYES	P400	Revised FMB Bonds and 2nd Supplemental indenture unsecured bonds.	2.50	1,012.50
06/29/2020	M A HAYES	P400	Reviewed redlines of Final Prospectus Supplements for Common Stock Offering and Equity Unit Offering.	0.20	81.00
06/29/2020	M A HAYES	P400	Updated the bonds issued pursuant to the Fourth Supplemental Indentures	1.30	526.50
06/29/2020	M A HAYES	P400	Prepared execution versions of the bonds issued pursuant to the third and fourth supplemental indentures.	1.70	688.50
			TOTAL P400	60.20	
06/09/2020	F VEHBIU	P500	Revised 1st, 2nd and 30th supplemental indentures with comments from group.	2.20	981.20
06/10/2020	F VEHBIU	P500	Correspondence with team regarding revisions to supplemental indentures.	0.30	133.80
06/11/2020	A R O'BRIAN	P500	Revise testimony after receiving comments from Cravath	1.50	1,080.00
06/11/2020	F VEHBIU	P500	Revised supplemental indentures with comments from group.	3.50	1,561.00
06/12/2020	K C FELZ	P500	Review documentation for exchange and funded debt	1.50	1,309.50
06/13/2020	F VEHBIU	P500	Prepared cumulative comments to notes prospectus supplement.	1.20	535.20
06/17/2020	F VEHBIU	P500	Revised supplemental indenture.	1.00	446.00
06/23/2020	E J NEDELL	P500	Review opinion letter and provide comments to P. Jamieson	0.50	360.00
06/23/2020	B P HARNEY	P500	Prepare executed versions of certificates and opinions for CUSIP exchange (1.2)	1.20	604.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 38

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/25/2020	B P HARNEY	P500	Analyze supplemental indentures changes with P. Jamieson (1.1); revise supplemental indentures based on comments received (5.2)	6.30	3,175.20
06/26/2020	A R O'BRIAN	P500	Review carve-out for utility securitization to include in the receivables documentation	0.30	216.00
06/28/2020	K C FELZ	P500	Review/comment on instruction letter to DTC and notice letter to FINRA (.7); review of revisions to FLS for equity/resale registration statement (.3); review of DPW and trustee comment to closing deliverables (.4); continue drafting bringdown opinions to underwriters at Effective Date (1.3).	2.70	2,357.10
			TOTAL P500	22.20	
06/25/2020	S STANTON	P600	Analyze closing checklist to prepare to compile executed deliverables.	0.50	202.50
06/26/2020	S A JABER	P600	Prepare signature packets to closing documents.	2.00	1,000.00
06/28/2020	S A JABER	P600	Prepare bonds and signature pages under supplemental indentures for execution.	7.50	3,750.00
06/28/2020	M A HAYES	P600	Prepare signature packets for the trustee certificates contained in the Third Supplemental Indentures for the 4.95% First Bonds due July 1, 2050 and the 4.55% First Mortgage Bond due July 1, 2030.	1.30	526.50
06/29/2020	S A JABER	P600	Review executed indentures for completeness.	2.20	1,100.00
06/29/2020	S A JABER	P600	Internal correspondence regarding closing docs.	1.00	500.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 39

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/29/2020	F VEHBIU	P600	Reviewed First Mortgage Bond closing deliverables for execution/closing.	1.00	446.00
06/29/2020	S A JABER	P600	Review and revised bond indentures.	2.50	1,250.00
06/29/2020	S A JABER	P600	Review draft trustee certificate.	0.60	300.00
06/29/2020	S A JABER	P600	Prepare executed bonds.	3.00	1,500.00
06/29/2020	S STANTON	P600	Prepare executed copies of all closing deliverables.	2.60	1,053.00
06/29/2020	M G CHAN	P600	Prepare closing documents for July 1, 2020 effective date	3.00	1,500.00
06/29/2020	P C JAMIESON	P600	Prepare resale shelf exhibit 5 opinion (2.3); finalize equity opinions to UWs and transfer agent (2.2); revise 10b-5 reliance letters (.3); email correspondence w/ Company re: closing opinions (.8); revise and finalize fifth supplemental indenture (2.2); telephone conferences w/ B. Harney and EMM re: supplemental indentures (.6); attend working group call re: POR (.6); telephone conference w/ Hunton team re: closing status (.4); email correspondence w/ C. Matthews re: diligence (.3); coordinate with Hunton team re: execution versions of closing deliverables (2.7)	12.40	6,088.40
06/30/2020	S STANTON	P600	Prepare execution copies of all closing documents.	8.00	3,240.00
06/30/2020	M G CHAN	P600	Prepare closing documents for July 1, 2020	7.00	3,500.00
06/30/2020	S A JABER	P600	Correspond with Hunton team re: closing checklist.	1.70	850.00
06/30/2020	S A JABER	P600	Correspond with trustee's counsel re: closing items.	0.50	250.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 40

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/30/2020	S A JABER	P600	Prepare and review compiled executed bonds and various closing document in preparation of closings.	8.00	4,000.00
06/30/2020	S A JABER	P600	Revise bonds to incorporate comments received.	2.00	1,000.00
06/30/2020	M A HAYES	P600	Prepared trustee certificates to the FMB bonds	1.00	405.00
06/30/2020	M A HAYES	P600	Prepared opinions to bonds.	0.60	243.00
06/30/2020	K C FELZ	P600	Participate in conference call with BOKF and counsel regarding treatment of payment of reinstated debt (1.5); pre-closing status call with HAK team (.4); analyze CUSIP issue with Primeclerk, BNYM and HAK team (1.1); pre-closing call regarding bank facilities, debt exchange and other Plan transactions (1.4); analyze final arrangements with governor's office (.4); final review/edits to all bond and other HAK deliverables on emergence date (3.5); participate in conference calls regarding additional funded debt amount requirement (0.8) and review corporate and CPUC authorization materials (3.5).	12.60	10,999.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 41

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/30/2020	P C JAMIESON	P600	Review executed closing documents and deliverables (4); correspondence to and from Hunton team re: revisions to same (4.3); telephone conference w/ BOKF, Alix Partners re: accrued interest (1.5); review DTC notice (.8); telephone conferences w/ DPW and EMM re: pre-closing (.5); email correspondence w/ Company and BNYM re: escrow notices (.4); telephone conferences w/ Prime Clerk re: open items (1.2)	12.70	6,235.70
06/30/2020	F VEHBIU	P600	Reviewed notes for execution/closing.	1.50	669.00
TOTAL P600				95.20	
TOTAL HOURS				587.40	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
K C FELZ	Partner	66.60	873.00	58,141.80
M F FITZPATRICK	Partner	75.40	936.00	70,574.40
J W HARBOUR	Partner	7.40	698.00	5,165.20
R M JOHNSON	Partner	1.20	887.00	1,064.40
S C KWON	Partner	26.00	779.00	20,254.00
E J NEDELL	Partner	0.50	720.00	360.00
A R O'BRIAN	Partner	9.80	720.00	7,056.00
S P REGAN	Partner	1.50	981.00	1,471.50
J F PAGET	Counsel	36.20	590.00	21,358.00
M G CHAN	Associate	26.00	500.00	13,000.00
B P HARNEY	Associate	104.10	504.00	52,466.40
C W HASBROUCK	Associate	9.50	572.00	5,434.00
M A HAYES	Associate	18.50	405.00	7,492.50
S A JABER	Associate	37.20	500.00	18,600.00
P C JAMIESON	Associate	94.90	491.00	46,595.90
S STANTON	Associate	23.90	405.00	9,679.50
F VEHBIU	Associate	13.50	446.00	6,021.00
M R YI	Associate	9.50	509.00	4,835.50
T L CANADA	Paralegal	25.70	243.00	6,245.10
TOTAL FEES (\$)				355,815.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 42

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Project Administration	P100	24.40	11,284.20
Corporate Review	P210	196.90	126,085.20
Real and Personal Property	P240	10.70	6,498.40
Other	P280	45.80	25,254.00
Structure / Strategy / Analysis	P300	132.00	89,502.40
Initial Document Preparation / Filing	P400	60.20	33,822.30
Negotiation / Revision / Responses	P500	22.20	12,759.80
Completion / Closing	P600	95.20	50,608.90
		587.40	355,815.20

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E107	Delivery/Messenger Services	56.68
E110	Out-of-Town Travel	45.63
E124	Other - Miscellaneous	1,990.00
E124	Other - Filing Fees	368.40
	TOTAL CURRENT EXPENSES (\$)	2,460.71

MATTER SUMMARY:

Current Fees:	\$ 355,815.20
Current Charges:	2,460.71
CURRENT MATTER AMOUNT DUE:	\$ 358,275.91

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 43

RE: (Hunton # 026915.0000034) Accounts Receivables Securitization

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	M F FITZPATRICK	P210	Reviewed regulatory authority	0.90	842.40
06/22/2020	M F FITZPATRICK	P210	Reviewed covenant package for A/R Securitization	1.20	1,123.20
06/23/2020	A M WILLIAMS	P210	Review questions posed by S. Bell regarding 40 Act and Covered Fund	0.80	698.40
06/23/2020	M F FITZPATRICK	P210	Reviewed Accounts Receivables Securitization covenants	1.00	936.00
06/24/2020	M F FITZPATRICK	P210	Reviewed opinion and covenant issues	0.80	748.80
			TOTAL P210	4.70	
06/24/2020	T P STROTHER	P220	Review draft of the receivables financing agreement	1.00	383.00
06/24/2020	R MCNAMARA	P220	Review, analysis and comments to draft Receivables Financing Agreement	2.90	2,844.90
			TOTAL P220	3.90	
06/26/2020	T R URBANTKE	P280	Continue review of research on FERC/regulatory representations in accounts receivable facility (.3); conference with Bob Hahn et al., regarding same (.1); prepare correspondence regarding same (.2).	0.60	410.40
			TOTAL P280	0.60	
06/01/2020	R J HAHN	P300	Read and reply to correspondence relating to AR facility term sheet and comments (.6); read and reply to correspondence relating to AR facility borrower and affiliate rule compliance (.3)	0.90	785.70

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 44

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	M F FITZPATRICK	P300	Telephone conferences with MTO and Company to discuss regulatory authority	1.00	936.00
06/02/2020	R J HAHN	P300	Read correspondence (.5); draft correspondence (.3); conference call regarding AR facility term sheet with AR facility participants (.5); follow up conference call regarding AR facility term sheet with AR facility participants (.5); conference call with client regarding AR facility term sheet and open points (.6); review comments to draft LLC agreement for AR facility borrower (.2); draft high level summary of AR facility regarding movements of AR (.2)	2.80	2,444.40
06/04/2020	R J HAHN	P300	Read correspondence regarding AR facility term sheet open points and other AR facility structure matters (6); draft correspondence relating to AR facility term sheet, regulatory approval matters and AR facility engagement letter (.6); telephone call with counsel to AR facility agent regarding term sheet (.4); review precedent transactions regarding client questions concerning AR facility term sheet open points (.7); telephone conference with AR facility participants and client regarding term sheet open points (.3); telephone conference with client regarding remaining term sheet open points (.4);	3.00	2,619.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 45

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/05/2020	R J HAHN	P300	Read correspondence relating to revised term sheet and comments thereto (.3); draft correspondence relating to revised term sheet and comments (.2); review and analyze revised term sheet (.4); draft comments to revised term sheet (.3);	1.20	1,047.60
06/05/2020	S S BELL	P300	PGE Call re accounting	0.70	261.80
06/05/2020	M A CARAMORE	P300	Request information regarding turnaround time for Delaware good standing certificates and California foreign good standings	0.50	121.50
06/08/2020	R J HAHN	P300	Read correspondence relating to term sheet, term sheet comments and related matters (.7); draft correspondence regarding term sheet matters, including responses to comments and client questions and comments (.6); review revised draft of term sheet (.2); conference call with Mayer Brown, Weil and HuntonAK bankruptcy teams regarding AR financing and plan of reorganization (.4); telephone conference regarding lender questions relating to plan of reorganization (.2); draft comments to revised term sheet (.1); review second revised version of term sheet (.1)	2.10	1,833.30
06/08/2020	S S BELL	P300	Call re PGE term Sheet discussion (0.2); arrange for order of lien searches plus org docs (0.5); email to PGE: (0.2)	0.90	336.60

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 46

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	R J HAHN	P300	Draft correspondence relating to AR facility term sheet revisions, comments and questions (.8); read correspondence relating to AR facility term sheet revisions, comments and questions (.7); review revised AR facility term sheet (.1); telephone call with Mr. Carrier at Mayer Brown regarding term sheet comments (.2)	1.80	1,571.40
06/10/2020	R J HAHN	P300	Read correspondence regarding CPUC regulatory matters affecting AR facility (.3)	0.30	261.90
06/11/2020	R J HAHN	P300	Draft correspondence regarding AR facility term sheet matters (.3); read correspondence relating to AR facility term sheet and open points (.3); telephone call with Mr. Carrier of Mayer Brown (.2)	0.80	698.40
06/14/2020	R J HAHN	P300	Read correspondence regarding AR term sheet	0.30	261.90
06/15/2020	R J HAHN	P300	Read correspondence relating to AR facility and confirmation order (.4); draft correspondence regarding same (.3)	0.70	611.10
06/17/2020	R J HAHN	P300	Read and reply to correspondence re: AR facility	0.40	349.20
06/18/2020	R J HAHN	P300	Read and reply to correspondence re: AR facility	0.30	261.90

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 47

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/19/2020	R J HAHN	P300	Read correspondence relating to AR facility matters, including questions regarding characterization as short term or long term debt, indenture and excepted property and related matters (1.2); draft correspondence (.4); review comments from Mayer Brown to deposit account control agreements (1.0); draft comments to deposit account control agreement (.3); read comments from Citibank to Mayer Brown comment draft of deposit account control agreement (.3); review indenture concerning Excepted Property and related provisions (.4)	3.60	3,142.80
06/23/2020	M F FITZPATRICK	P300	Telephone conference with B. Hahn to discuss covenants	0.50	468.00
06/24/2020	J W HARBOUR	P300	Analysis of receivables transaction issues and communications with counsel	0.30	209.40
06/24/2020	A M KLINER	P300	Review MUFG, PG&E Receivables Financing Agreement (0.5); determine FERC filing status of special purpose entity (0.4); review FERC and PUHCA definitions for public utility and affiliate; cross-reference Agreement definitions (0.3); review sections 6.01(g) and 6.01 (ee); correspond and confer with Mr. Urbantke and Ms. Freeland regarding same (0.3).	1.50	574.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 48

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	T R URBANTKE	P300	Receive and review accounts receivable facility and questions regarding review of FERC/regulatory-related representations in same (.3); conference with Bob Hahn regarding same (.1); conference with Alicia Kliner et al., regarding same (.1).	0.50	342.00
06/25/2020	A M KLINER	P300	Continue review MUFG, PG&E Receivables Financing Agreement; determine FERC filing status of special purpose entity; review FERC and PUHCA definitions for public utility and affiliate; cross-reference Agreement definitions; review sections 6.01(g) and 6.01 (ee); correspond and confer with Ms. Freeland regarding same.	0.50	191.50
06/25/2020	J W HARBOUR	P300	Analysis of receivables transaction issues and communications with counsel	0.50	349.00
06/25/2020	L FREELAND	P300	Analyze regulatory provisions concerning the Federal Power Act in the draft accounts receivable facility agreement, and send thoughts regarding same to Tab Urbantke for review.	1.00	509.00
06/25/2020	T R URBANTKE	P300	Receive and review research on FERC/regulatory representations in accounts receivable facility.	0.20	136.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 49

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	A M KLINER	P300	Consider new facts regarding the analysis of affiliate / public utility status; continue review of MUFG, PG&E Receivables Financing Agreement; (0.7); review sections 6.01(g) and 6.01 (ee) (0.3); correspond and confer with Ms. Freeland regarding same (0.2).	1.20	459.60
06/26/2020	M F REYNOLDS	P300	Review and draft correspondence regarding jurisdictional status of lender and borrower for credit facility (0.4); telephone conference regarding same (0.2).	0.60	418.80
06/26/2020	L FREELAND	P300	Continue analyzing representations in the draft accounts receivable facility agreement concerning status under the federal power act in light of the utility's commitment to pledge interests in the A&R Facility entity to the lenders (0.8); conference with Alicia Kliner, Tab Urbantke, and Myles Reynolds regarding same (0.5).	1.30	661.70
06/26/2020	S S BELL	P300	Call with PGE re: ERISA lien search (1.00); Email review and response re: same (1.00); review ERISA lien search and GS certificates: (0.2); Review Utility resolutions, related security resolutions, bank account resolutions and credit and collections policy (4.00)	6.20	2,318.80
06/27/2020	J W HARBOUR	P300	Analysis of receivables financing transaction issues and documents (0.9) and communications with counsel (0.5) and preparing opinion (0.9)	2.30	1,605.40
06/30/2020	A J DUNCAN	P300	Reviewing RFA Agreement.	0.30	312.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 50

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
			TOTAL P300	38.20	
06/01/2020	S S BELL	P400	Email review and response re Term Sheet	0.30	112.20
06/02/2020	S S BELL	P400	Email review and response (0.3); Revise LLC Agmt and A&R LLC Agmt with comments (2.2); Call with MUFG (0.6); Call with PGE: 5:00-5:43 (0.7)	3.80	1,421.20
06/03/2020	S S BELL	P400	Email response and review (0.3); send term sheet comment to MUFG/MB (0.2)	0.50	187.00
06/04/2020	S S BELL	P400	Email review and response (0.4); coordinate call for MB, Weil, Hunton;; (0.3); Calls (0.5)	1.20	448.80
06/18/2020	S S BELL	P400	Prepare orgs and liens searches for MB team	0.20	74.80
06/22/2020	S S BELL	P400	Email review and response; re: RFA term sheet (0.9); review and revise same (5.0)	5.90	2,206.60
06/23/2020	S S BELL	P400	Review Reps and Warranties RFA and Credit Agmt (4.5); telephone call with internal team re: same (0.8)	5.30	1,982.20
06/25/2020	S S BELL	P400	Draft SPV Resolutions in addition to Hunton Opinion	5.10	1,907.40
			TOTAL P400	22.30	
06/22/2020	R J HAHN	P500	Read correspondence re: RFA (.8); draft correspondence re: same (1.2); begin review and analysis of draft Receivables Financing Agreement or RFA (4.6); draft comments to RFA (2.7); telephone conference with client regarding RFA (.5)	9.80	8,555.40

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 51

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/23/2020	R J HAHN	P500	Read correspondence re: RFA (.7); draft correspondence re: same (.9); continue review and analysis of initial draft of RFA (3.8); draft further comments to RFA (2.7); conference call with client regarding RFA comments and related matters (.5)	8.60	7,507.80
06/24/2020	R J HAHN	P500	Read correspondence re: RFA (1.2); draft correspondence re: same (.6); conference call with client regarding RFA (.5); continue review and analysis of initial draft of RFA (2.6); draft comments and riders to draft RFA (4.3)	9.20	8,031.60
06/25/2020	R J HAHN	P500	Read correspondence re: RFA (.6); draft correspondence re: same (.4); finalize review and analysis of initial draft of RFA (2.3); draft comments and riders to draft RFA (1.6); review closing checklist (.4); draft comments to closing checklist (.4); review draft admin agent fee letter (.3); draft comments to admin agent fee letter (.2); review draft lender fee letter (.3); draft comment to lender fee letter (.1); review legal opinions delivered to banks under credit agreement and analyze for applicability to AR facility (.3); review PG&E resolutions for AR facility (.4); telephone conferences relating to PG&E resolutions (.2)	7.50	6,547.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 52

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	R J HAHN	P500	Read correspondence re: RFA (.8); draft correspondence re: same (.6); review comments and questions to comment draft of RFA (1.7); revise comment draft of RFA (1.2); conference call with PG&E team regarding comments and questions to draft RFA (1.0); draft bank account resolutions for SPE borrower (1.0); draft additional AR facility resolutions (.6); review existing PG&E resolutions (.5); review draft AR facility resolutions of SPE borrower (.4); draft further revisions and riders to comment draft of RFA (2.4)	10.20	8,904.60
06/27/2020	R J HAHN	P500	Read correspondence re: RFA (.5); draft correspondence re: same (.4); review report relating to AR categories (.2); draft revisions to comment draft of RFA (.8); review and draft comments to initial draft of Purchase and Sale Agreement or PSA (3.1)	5.00	4,365.00
06/27/2020	S S BELL	P500	Revise Hunton legal opinion	1.00	374.00
06/29/2020	R J HAHN	P500	Read correspondence re: RFA (.6); draft correspondence re: RFA (.3); analyze comments to AR facility borrower LLC agreement (.6); draft responses to comments to AR facility borrower LLC agreement (.6); review PG&E responses to comments to AR facility borrower LLC agreement (.2); review UCC lien searches (.5)	2.80	2,444.40

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	53

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/29/2020	S S BELL	P500	Review LLC Agreement comments to send to PGE team:(0.6); revise LLC Agreement to send revised draft to MB: (1.4)	2.00	748.00
06/30/2020	R J HAHN	P500	Read correspondence re: RFA (.9); draft correspondence re: RFA (1.4); telephone conference with all parties regarding RFA comments (1.0); follow up call with PG&E team regarding call with MUFG on RFA comments (.5); draft memo regarding RFA open points (.8); review UCC filings (.3); telephone call with Mr. Yu regarding RFA question (.4); conference regarding requirement of RFA to mark receivables as sold (.2); finalize comments to lender fee letter (.2); finalize comments to admin agent fee letter (.2); finalize comments to closing checklist (.3)	6.20	5,412.60
06/30/2020	S S BELL	P500	Email review and response re DACA's: (0.6); telephone call with internal team re: same (0.8); follow-up call with internal team re: same: (0.5); review BNYM and BofA DACA's (2.3); Review Pledge Agreement (0.6)	4.80	1,795.20
			TOTAL P500	67.10	
06/08/2020	M A CARAMORE	P600	Order estimates and certified charter documents for PG&E in California and request lien searches for PG&E entities	0.60	145.80
			TOTAL P600	0.60	
TOTAL HOURS				137.40	

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 54

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
A J DUNCAN	Partner	0.30	1,040.00	312.00
M F FITZPATRICK	Partner	5.40	936.00	5,054.40
R J HAHN	Partner	77.50	873.00	67,657.50
J W HARBOUR	Partner	3.10	698.00	2,163.80
R MCNAMARA	Partner	2.90	981.00	2,844.90
M F REYNOLDS	Partner	0.60	698.00	418.80
T R URBANTKE	Partner	1.30	684.00	889.20
A M WILLIAMS	Partner	0.80	873.00	698.40
S S BELL	Associate	37.90	374.00	14,174.60
L FREELAND	Associate	2.30	509.00	1,170.70
A M KLINER	Associate	3.20	383.00	1,225.60
T P STROTHER	Associate	1.00	383.00	383.00
M A CARAMORE	Paralegal	1.10	243.00	267.30
TOTAL FEES (\$)				97,260.20

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Corporate Review	P210	4.70	4,348.80
Tax	P220	3.90	3,227.90
Other	P280	0.60	410.40
Structure / Strategy / Analysis	P300	38.20	26,101.00
Initial Document Preparation / Filing	P400	22.30	8,340.20
Negotiation / Revision / Responses	P500	67.10	54,686.10
Completion / Closing	P600	0.60	145.80
		137.40	97,260.20

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E124	Other - Miscellaneous	1,639.75
E124	Other - Secretary of State Fees	135.00
TOTAL CURRENT EXPENSES (\$)		1,774.75

MATTER SUMMARY:

Current Fees:	\$ 97,260.20
Current Charges:	1,774.75
CURRENT MATTER AMOUNT DUE:	\$ 99,034.95

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 55

RE: (Hunton # 026915.0000037) 2020 Utility Tax-Exempt Advice

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	A R KINTZINGER	P220	Draft correspondence regarding redemption notices on Pollution Control Bonds	1.00	837.00
06/02/2020	A R KINTZINGER	P220	Email correspondence to and from Weil and Holland Knight regarding exchange and redemption notices for Pollution Control Bonds (1.5) participate in conference call w/ Weil and HK re: same (1.0); follow-up correspondence w/ Weil and HK re: same (1.5).	4.00	3,348.00
06/03/2020	A R KINTZINGER	P220	Analyze matters regarding PrimeClerk processing for Pollution Control Bonds.	0.50	418.50
06/09/2020	A R KINTZINGER	P220	Confer w/ Holland Knight on Trustee process for redemption of fixed rate Pollution Control Bonds.	1.00	837.00
06/11/2020	A R KINTZINGER	P220	Confer w/ Holland Knight and Weil regarding exchange and redemption for pollution control bonds.	1.50	1,255.50
06/12/2020	A R KINTZINGER	P220	Confer w/ Company Law on pollution control bonds to Alix Partners.	1.50	1,255.50
06/15/2020	A R KINTZINGER	P220	Analyze bank letters of credit banks on pollution control bonds and funded debt (2.5); email communication to and from Alix Partners and Weil regarding reconciling same (0.8); conference call w/ Alix and Weil re: same (1.2).	4.00	3,348.00
06/16/2020	A R KINTZINGER	P220	Analysis with Alix Partners and Weil on reconciling exchange amounts on variable rate Pollution Control Bonds.	3.00	2,511.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 56

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	A R KINTZINGER	P220	Analyze emergence exchange and payments and reconciliation of amounts with Alix Partners and Weil (3.2); participate in conference call on same w/ Alix and Weil (1.0); conduct EMMA analysis for Company on Pollution Control Bonds (1.8).	6.00	5,022.00
06/18/2020	A R KINTZINGER	P220	Analysis regarding emergence, reconciliation, trustee process and funded debt exchange for pollution control bonds.	5.20	4,352.40
06/19/2020	A R KINTZINGER	P220	Analyze emergence of utility funded debt for pollution control bonds (2.7); participate on conference call with banks on reconciling funded debt and pollution control bonds with letter of credit (1.0); participate on conference call with banks on emergency flow of funds for cash redemption (0.8).	4.50	3,766.50
06/22/2020	A R KINTZINGER	P220	Conduct analysis regarding emergence issues for Pollution Control Bonds including size of funded exchange for letter of credit banks and related issues.	4.00	3,348.00
06/23/2020	A R KINTZINGER	P220	Analyze emergence issues with Trustee's Counsel for Series 2008F and 2010E term rate Pollution Control Bonds.	1.50	1,255.50
06/24/2020	A R KINTZINGER	P220	Confer with Holland Knight and Alix Partners and analysis on redemption amounts for Series 2008F and 2010E Pollution Control Bonds.	1.00	837.00
06/25/2020	A R KINTZINGER	P220	Analyze Trustee fees and expenses for Series 2008F and 2010E pollution control bonds at emergence.	2.00	1,674.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 57

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	A R KINTZINGER	P220	Participate in conference call with Holland Knight and Company regarding trustee fees and charges for Series 2008F and 2010E pollution control bonds (1.0); follow-up correspondence with same (1.5).	2.50	2,092.50
06/29/2020	A R KINTZINGER	P220	Analyze Trustee fees and expenses and fixed rate PCBs (1.8) analyze Canyon counsel fees on variable rate PCBs (1.5); analyze resolution of treatment at emergence and for indenture discharges (3.0).	6.30	5,273.10
06/30/2020	A R KINTZINGER	P220	Telephone call with Trustee's counsel and with Alix Partners regarding PCBs (0.8); analyze exchange and flow of funds on all for emergence (1.7).	2.50	2,092.50
TOTAL P220				52.00	
TOTAL HOURS				52.00	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
A R KINTZINGER	Counsel	52.00	837.00	43,524.00
TOTAL FEES (\$)				43,524.00

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Tax	P220	52.00	43,524.00
		52.00	43,524.00

MATTER SUMMARY:

Current Fees:	\$ 43,524.00
Current Charges:	0.00
CURRENT MATTER AMOUNT DUE:	\$ 43,524.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 58

RE: (Hunton # 026915.0000038, Client's # 802946) 2020 Utility FMB Indenture

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	A R WASZILYCSAK	P100	Revise UCC-1s and UCC-1Ad as requested by J. Goswell	0.80	180.00
06/02/2020	A R WASZILYCSAK	P100	Prepare correspondence to Capitol Services as requested by J. Goswell	0.20	45.00
06/02/2020	A R WASZILYCSAK	P100	Review proposal received from Capitol Services as requested by J. Goswell	0.30	67.50
06/03/2020	A R WASZILYCSAK	P100	Review correspondences from Capitol Services as requested by J. Goswell	0.30	67.50
06/03/2020	A R WASZILYCSAK	P100	Revise Exhibit A to UCC-1 and UCC-1Ad as requested by J. Goswell	0.50	112.50
06/04/2020	A R WASZILYCSAK	P100	Review correspondence from Capitol Services as requested by J. Goswell	0.20	45.00
06/15/2020	A R WASZILYCSAK	P100	Review lien search requirements as requested by P. Jamieson	0.20	45.00
06/15/2020	A R WASZILYCSAK	P100	Prepare correspondence to Capitol Services as requested by P. Jamieson	0.30	67.50
06/15/2020	A R WASZILYCSAK	P100	Review proposal received from Capitol Services as requested by P. Jamieson	0.20	45.00
06/16/2020	P C JAMIESON	P100	Coordinate w/ printer re: filings of FWP and preliminary pro supp	1.20	589.20
06/16/2020	A R WASZILYCSAK	P100	Review UCC Financing Statements as requested by J. Goswell	0.40	90.00
06/17/2020	F VEHBUI	P100	Reviewed executed company signature pages for FMB notes issuance.	0.90	401.40
06/17/2020	A R WASZILYCSAK	P100	Review lien search results from CA-SOS as requested by P. Jamieson	0.50	112.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 59

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	A R WASZILYCSAK	P100	Review correspondences from Capitol Services as requested by P. Jamieson	0.30	67.50
06/18/2020	P C JAMIESON	P100	Prepare and review executed closing documents and deliverables (3.8); coo response to and from F. Vehibu re: execution versions (2.3); revise supplemental indenture (1.5)	7.60	3,731.60
06/19/2020	P C JAMIESON	P100	Prepare and review executed closing documents and deliverables (4.8); coordinate w/ DPW and EMM re: same (3.1); coordinate w/ F. Vehibu re: execution versions (1.6)	9.60	4,713.60
06/19/2020	A R WASZILYCSAK	P100	Review correspondence from Capitol Services as requested by P. Jamieson	0.30	67.50
06/22/2020	A R WASZILYCSAK	P100	Prepare UCC-1 Financing Statement and Exhibit A as requested by J. Goswell	0.50	112.50
06/23/2020	A R WASZILYCSAK	P100	Revise UCC-1 and Exhibit A as requested by J. Goswell	0.20	45.00
06/23/2020	A R WASZILYCSAK	P100	Prepare correspondence to Capitol Services regarding filing of CA-SOS UCC as requested by J. Goswell	0.20	45.00
06/23/2020	A R WASZILYCSAK	P100	Review proposal from Capitol Services as requested by J. Goswell	0.20	45.00
06/24/2020	A R WASZILYCSAK	P100	Review correspondence from Capitol Services as requested by J. Goswell	0.20	45.00
06/25/2020	A R WASZILYCSAK	P100	Review lien search requirements as requested by P. Jamieson	0.20	45.00
06/25/2020	A R WASZILYCSAK	P100	Prepare correspondence to Capitol Services as requested by P. Jamieson	0.30	67.50

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	60

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	A R WASZILYCSAK	P100	Review and respond to correspondences from Capitol Services as requested by P. Jamieson	0.70	157.50
06/30/2020	A R WASZILYCSAK	P100	Review lien search results from CA-SOS as requested by P. Jamieson	0.80	180.00
06/30/2020	A R WASZILYCSAK	P100	Review correspondence from Capitol Services as requested by P. Jamieson	0.20	45.00
06/30/2020	A R WASZILYCSAK	P100	Review filed UCC-1s from CA-SOS and prepare UCC-3 termination statements for same as requested by J. Goswell	0.70	157.50
06/30/2020	A R WASZILYCSAK	P100	Review UCC-3 termination statements as requested by J. Goswell	0.20	45.00
06/30/2020	A R WASZILYCSAK	P100	Prepare correspondences to Capitol Services as requested by J. Goswell	0.40	90.00
06/30/2020	A R WASZILYCSAK	P100	Review proposal received from Capitol Services as requested by J. Goswell	0.20	45.00
TOTAL P100				28.80	
06/01/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	2.50	2,340.00
06/01/2020	M F FITZPATRICK	P210	Reviewed opinion drafts	0.50	468.00
06/03/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement and Underwriting Agreement	2.00	1,872.00
06/04/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	2.00	1,872.00
06/04/2020	S C FRIEND	P210	Review floating rate provisions in prosupp.	1.00	891.00
06/05/2020	M F FITZPATRICK	P210	Reviewed Prospectus Supplement	1.80	1,684.80
06/05/2020	M F FITZPATRICK	P210	Reviewed open opinion issues	0.80	748.80
06/06/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	1.00	936.00
06/07/2020	M F FITZPATRICK	P210	Reviewed Prospectus Supplement comments	1.20	1,123.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 61

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/08/2020	M F FITZPATRICK	P210	Reviewed revised opinions and Underwriting Agreement	1.20	1,123.20
06/08/2020	M F FITZPATRICK	P210	Reviewed revised draft of Prospectus Supplement	1.80	1,684.80
06/08/2020	M A HAYES	P210	Began reviewing the OpCo FMB Pro Supp to ensure that cross references and definitions are correct.	1.30	526.50
06/09/2020	M F FITZPATRICK	P210	Reviewed opinions and revised Prospectus Supplement	2.50	2,340.00
06/10/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	2.50	2,340.00
06/11/2020	M F FITZPATRICK	P210	Reviewed/revised Prospectus Supplement	2.00	1,872.00
06/12/2020	M F FITZPATRICK	P210	Reviewed testing the waters guidelines	0.40	374.40
06/12/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement drafts	2.00	1,872.00
06/12/2020	M F FITZPATRICK	P210	Telephone conference with Weil and DPW to discuss Prospectus Supplements	0.50	468.00
06/12/2020	M F FITZPATRICK	P210	Reviewed revised opinions	0.80	748.80
06/13/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement draft	2.00	1,872.00
06/13/2020	M F FITZPATRICK	P210	Reviewed comments received on revised draft Prospectus Supplement	1.00	936.00
06/13/2020	F VEHBIU	P210	Reviewed FMB prospectus supplement proof against word version of same for consistency/accuracy and provided comments.	4.80	2,140.80
06/14/2020	M F FITZPATRICK	P210	Reviewed comments to Prospectus Supplement	3.00	2,808.00
06/14/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplements; Reviewed diligence responses	0.50	468.00
06/14/2020	M F FITZPATRICK	P210	Reviewed escrow agreement	2.00	1,872.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 62

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/14/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplements Reviewed diligence responses	0.50	468.00
06/15/2020	M F FITZPATRICK	P210	Reviewed/revised Prospectus Supplement	2.60	2,433.60
06/15/2020	M F FITZPATRICK	P210	Reviewed closing list	0.80	748.80
06/15/2020	M G CHAN	P210	Draft calculation agency agreement (2.8)	2.80	1,400.00
06/16/2020	M G CHAN	P210	Revisions to calculation agent agreement (.4)	0.60	300.00
06/16/2020	M F FITZPATRICK	P210	Reviewed revised FWP	2.00	1,872.00
06/16/2020	S C KWON	P210	Go/no-go conference call (0.4); review/comment on draft Utility underwriting agreement, including check against the draft Corp UA (2.5); e-mail correspondence with Hunton team regarding comments thereto (0.3); bringdown diligence conference call (0.2); pricing conference call (0.4); preparation of markup of Term Sheet and distribution of same to Hunton FMB team and finalization of same (1.6); review of markup of preliminary pro supp reflecting pricing terms (0.6).	6.00	4,674.00
06/17/2020	M F FITZPATRICK	P210	Reviewed final Prospectus Supplement	2.00	1,872.00
06/17/2020	M F FITZPATRICK	P210	Reviewed draft closing documents	2.80	2,620.80
06/17/2020	M F FITZPATRICK	P210	Reviewed Decision Memorandum by bankruptcy court	0.50	468.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 63

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	S C KWON	P210	Conference call with B. Harney regarding draft 8-K and exhibit 5 opinion to be prepared (0.3); review/comment on such drafts (0.8); conference call with B. Harney regarding comments thereto and instruction to distribute such drafts to PG&E legal team (0.2)	1.30	1,012.70
06/17/2020	B P HARNEY	P210	Prepare 8-K for Utility closing (1.2); analyze Utility closing documents (2.2)	3.40	1,713.60
06/18/2020	M F FITZPATRICK	P210	Reviewed closing documents	2.00	1,872.00
06/18/2020	B P HARNEY	P210	Review Utility closing matters and review of closing documents (3.5); review supplemental indenture and discuss closing with DPW team (1)	4.50	2,268.00
06/19/2020	M F FITZPATRICK	P210	Reviewed closing documents	2.40	2,246.40
			TOTAL P210	75.30	
06/01/2020	R J HOFFMAN	P240	Proof Contra Costa exhibit A to indenture (.7); produce cover pages to indenture (5.4); call with C. Hasbrouck re: revisions to indenture (0.2); review APNs provided by title company and update exhibit A's to indenture (1.2).	7.50	2,805.00
06/01/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding UCC issues, collateral issues, and related items.	0.60	343.20
06/01/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of real property exhibits, current status, and next steps.	0.90	514.80
06/01/2020	C W HASBROUCK	P240	Review materials received from title company (0.5), and prepare comments to same (1.1).	1.60	915.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 64

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	C W HASBROUCK	P240	Correspond with title company regarding property issues.	0.50	286.00
06/01/2020	C W HASBROUCK	P240	Correspond with client team regarding property issues and outstanding items.	0.30	171.60
06/01/2020	S A WILSON	P240	Prepare revisions to Exhibit B to Indenture based on comments from R. Johnson (1.7); email correspondence with R. Johnson regarding revised Exhibit B (0.1); prepare revisions to Exhibit A based on comments from C. Hasbrouck (1.3)	3.10	1,187.30
06/01/2020	R M JOHNSON	P240	Review and analyze the UCC forms.	0.40	354.80
06/01/2020	R M JOHNSON	P240	Review and analyze the form of the legal opinions.	0.30	266.10
06/01/2020	R M JOHNSON	P240	Review the status of the real estate project with the Hunton team.	0.30	266.10
06/02/2020	C W HASBROUCK	P240	Review draft UCC-1s received from capital finance team, and prepare comments.	0.40	228.80
06/02/2020	C W HASBROUCK	P240	Analyze UCC issues, real property issues, and related items.	0.80	457.60
06/02/2020	S A WILSON	P240	Prepare revisions to Exhibit A based on updated property spreadsheet from title company (4.8); communications with C. Hasbrouck regarding status and outstanding issues (0.3)	5.10	1,953.30
06/02/2020	R M JOHNSON	P240	Review the status of the real estate portion of the project.	1.70	1,507.90
06/02/2020	C W HASBROUCK	P240	Analyze UCC and recording issues.	0.50	286.00
06/02/2020	C W HASBROUCK	P240	Prepare real property exhibits.	0.50	286.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 65

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	C W HASBROUCK	P240	Review materials received from title company (0.8), and prepare comments (1.0).	1.80	1,029.60
06/02/2020	C W HASBROUCK	P240	Analyze APN and encumbrance issues.	0.30	171.60
06/02/2020	C W HASBROUCK	P240	Correspond with title company regarding documentation, APN, and related issues.	0.60	343.20
06/02/2020	R J HOFFMAN	P240	Review APNs provided by title company and update exhibit A's to indenture (2.0); update formatting of exhibit A's to indenture (3.0).	5.00	1,870.00
06/03/2020	R J HOFFMAN	P240	Call with C. Hasbrouck regarding updates to Shasta exhibit A to indenture (0.2); Update Shasta exhibit A to indenture (0.4); prepare cover page to Shasta indenture (2.0); Revise exhibit A's to indenture (4.4).	7.00	2,618.00
06/03/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding real property exhibits, comments from client, and related issues.	0.70	400.40
06/03/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of real property exhibits, current status, and next steps.	0.70	400.40
06/03/2020	C W HASBROUCK	P240	Correspond with client team regarding real property exhibits and APN issues.	0.30	171.60
06/03/2020	R M JOHNSON	P240	Review Cal law on the use of SBE numbers for recordation purposes.	0.50	443.50
06/03/2020	R M JOHNSON	P240	Review the Board minutes and edit same.	0.30	266.10
06/03/2020	R M JOHNSON	P240	Review issues surrounding the preparation of the UCC exhibits.	0.90	798.30

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	66

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	R M JOHNSON	P240	Draft new UCC exhibits.	0.40	354.80
06/03/2020	C W HASBROUCK	P240	Correspond with title company regarding APN issues.	0.50	286.00
06/03/2020	C W HASBROUCK	P240	Review materials received from title company, and prepare comments.	0.40	228.80
06/03/2020	S A WILSON	P240	Communications with C. Hasbrouck regarding rules for adequacy of legal descriptions and subdivision map act (0.2); legal research regarding adequacy of legal descriptions in deed (0.8); legal research regarding subdivision map act financing requirements (0.4)	1.40	536.20
06/03/2020	R M JOHNSON	P240	Correspond with Chicago title regarding the title insurance to be purchased.	0.20	177.40
06/03/2020	R M JOHNSON	P240	Research regarding the provisions of 9501 and 9502 for perfecting fixtures.	0.70	620.90
06/03/2020	R M JOHNSON	P240	Follow up on the status of the real estate project.	0.40	354.80
06/04/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of real property exhibits, current status, and next steps.	1.10	629.20
06/04/2020	C W HASBROUCK	P240	Analyze questions from client and property issues.	0.80	457.60
06/04/2020	R M JOHNSON	P240	Review the form of the real estate project.	0.90	798.30
06/04/2020	R M JOHNSON	P240	Prepare for (1.0) and attend conference call with PGE team to discuss the real estate exhibits to the indenture and the process of recording the indenture (1.0).	2.00	1,774.00
06/04/2020	R M JOHNSON	P240	Research regarding the California law on the actions by the Board.	0.90	798.30

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 67

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	R W NOLAN	P240	Review Exhibit As	1.50	777.00
06/04/2020	C W HASBROUCK	P240	Call with client team regarding real property exhibits and identification issues.	0.50	286.00
06/04/2020	C W HASBROUCK	P240	Prepare revised drafts of real property exhibits	0.50	286.00
06/04/2020	C W HASBROUCK	P240	Review CA statutory materials with respect to property and notice issues (0.5), and prepare comments (0.3).	0.80	457.60
06/04/2020	C W HASBROUCK	P240	Review materials received from title company	0.60	343.20
06/04/2020	R J HOFFMAN	P240	Revise exhibit A's to indenture	5.00	1,870.00
06/04/2020	S A WILSON	P240	Legal research regarding adequacy of legal description to convey constructive notice (3.5); prepare notes regarding legal research findings for adequacy of legal description (0.4); legal research regarding permissibility of financing under the Subdivision Map Act (2.3); prepare notes regarding legal research findings under Subdivision Map Act (0.4); communications with C. Hasbrouck and R. Johnson regarding legal research approach and findings (0.6)	7.20	2,757.60
06/05/2020	C W HASBROUCK	P240	Correspond with review team regarding finalization of real property exhibits, deadlines, and next steps.	0.80	457.60
06/05/2020	C W HASBROUCK	P240	Review materials received from title company, and prepare comments.	0.60	343.20
06/05/2020	R M JOHNSON	P240	Review and revise Mortgage Indenture.	2.90	2,572.30
06/05/2020	R W NOLAN	P240	Revise Exhibit As	3.50	1,813.00
06/05/2020	C W HASBROUCK	P240	Address issues related to recording of exhibits As	0.70	400.40

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 68

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/05/2020	C W HASBROUCK	P240	Review contents of data room with respect to APN and SBE issues	0.80	457.60
06/05/2020	R J HOFFMAN	P240	Revise exhibit A's to indenture	7.00	2,618.00
06/05/2020	S A WILSON	P240	Legal research regarding adequacy of legal description in a recorded instrument for imparting constructive notice (3.8); legal research regarding requirements for financing portions of real estate identified by State Board of Equalization number under the Subdivision Map Act (1.7); communications with R. Johnson regarding legal research findings for constructive notice and subdivision map act issues (0.3)	5.80	2,221.40
06/05/2020	S A WILSON	P240	Prepare final revisions to Exhibit A and cover pages based on updates from client and title company	1.20	459.60
06/05/2020	R M JOHNSON	P240	Prepare for and attend conference call regarding the UCC-1 filings.	0.90	798.30
06/06/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding recording issues.	0.20	114.40
06/08/2020	S A WILSON	P240	Conduct legal research regarding adequacy of State Board of Equalization utility roll number for providing constructive notice in a recording instrument (6.0); communications with State Board of Equalization personnel regarding parcel numbers (0.4); prepare notes regarding State Board of Equalization correspondence and research findings (0.2)	6.60	2,527.80
06/08/2020	R M JOHNSON	P240	Review status of the project with the team.	0.50	443.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 69

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/08/2020	C W HASBROUCK	P240	Review materials received from title company (0.5), and prepare comments regarding same (0.6).	1.10	629.20
06/08/2020	C W HASBROUCK	P240	Review comments to Indenture received from title company, and correspond with R. Johnson regarding same.	0.50	286.00
06/08/2020	C W HASBROUCK	P240	Prepare cumulative comments to Indenture, and follow up with corporate team regarding same.	0.50	286.00
06/08/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding finalization of real property exhibits, recording issues, and outstanding items.	0.60	343.20
06/08/2020	C W HASBROUCK	P240	Correspond with administrator regarding verification of materials received from bond trustee, and findings.	0.40	228.80
06/08/2020	C W HASBROUCK	P240	Correspond with title company regarding Indenture and recording issues.	0.30	171.60
06/08/2020	R J HOFFMAN	P240	Call with C. Hasbrouck regarding status of real estate project.	0.30	112.20
06/09/2020	R M JOHNSON	P240	Revise real estate portion of indenture.	0.90	798.30
06/09/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding preparation of exhibits, timelines, and next steps.	0.60	343.20
06/09/2020	C W HASBROUCK	P240	Correspond with review team regarding requesting additional materials from title company, preparation of real property exhibits, and related items.	1.10	629.20
06/09/2020	C W HASBROUCK	P240	Review materials received from title company, and prepare comments.	1.20	686.40

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	70

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	C W HASBROUCK	P240	Coordinate with title company regarding outstanding items.	0.20	114.40
06/09/2020	C W HASBROUCK	P240	Coordinate with client team regarding title and property tax issues.	0.30	171.60
06/09/2020	C W HASBROUCK	P240	Review comments from review team with respect to real property exhibits, and prepare status report regarding same.	0.30	171.60
06/09/2020	R W NOLAN	P240	Conduct final review of Exhibit A's	4.50	2,331.00
06/09/2020	S A WILSON	P240	Communications with state board and C. Hasbrouck regarding sufficiency of state board of equalization number for legal description (1.0); prepare final revisions to exhibit A documents and cover pages (5.7)	6.70	2,566.10
06/10/2020	C W HASBROUCK	P240	Correspond with corporate team regarding opinion and recording issues.	0.50	286.00
06/10/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding opinion issues, finalization of exhibits, and timing issues.	0.70	400.40
06/10/2020	C W HASBROUCK	P240	Review materials received from title company (0.7), and prepare comments to same (0.5).	0.60	343.20
06/10/2020	C W HASBROUCK	P240	Review Indenture materials with respect to question from client regarding office properties, and prepare response.	0.30	171.60
06/10/2020	C W HASBROUCK	P240	Coordinate with client team regarding additional materials received from title company.	0.40	228.80
06/10/2020	R M JOHNSON	P240	Review the status of the Indenture.	0.50	443.50
06/11/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding timeline, recording, and related issues.	0.60	343.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 71

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/11/2020	C W HASBROUCK	P240	Correspond with title company regarding request for additional materials.	0.20	114.40
06/11/2020	C W HASBROUCK	P240	Correspond with administrator regarding preparation of Indenture materials.	0.50	286.00
06/11/2020	C W HASBROUCK	P240	Correspond with review team regarding updates from deal team, timeline, and additional preparation of exhibits.	0.30	171.60
06/11/2020	C W HASBROUCK	P240	Correspond with title company regarding legal descriptions and pro forma issues.	0.70	400.40
06/11/2020	C W HASBROUCK	P240	Prepare draft exhibits, and circulate to title company.	0.40	228.80
06/11/2020	R M JOHNSON	P240	Analyze checklist for real estate project.	1.10	975.70
06/11/2020	R J HOFFMAN	P240	Telephone call with C. Hasbrouck regarding closing date of indenture and finalizing exhibit A's to indenture.	0.20	74.80
06/12/2020	C W HASBROUCK	P240	Review materials received from title company, and prepare comments.	0.30	171.60
06/12/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding title, recording, and related issues.	0.50	286.00
06/12/2020	R M JOHNSON	P240	Analyze updated checklist concerning real estate component of the project.	0.90	798.30
06/12/2020	R J HOFFMAN	P240	Telephone call with C. Hasbrouck regarding status of indenture.	0.30	112.20
06/13/2020	R M JOHNSON	P240	Telephone call with C. Hasbrouck regarding the California statutes regarding constructive notice of a deed of trust.	0.30	266.10

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 72

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/15/2020	C W HASBROUCK	P240	Review materials received from title company (0.7), and prepare comments (0.3).	1.00	572.00
06/15/2020	C W HASBROUCK	P240	Correspond with title company regarding legal descriptions and outstanding items.	1.30	743.60
06/15/2020	S A WILSON	P240	Communications with Los Angeles team regarding finalizing Indenture (1.3); prepare revisions to final Exhibit A's to Indenture (1.5)	2.80	1,072.40
06/15/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding finalization of indenture exhibits and outstanding items.	0.60	343.20
06/15/2020	C W HASBROUCK	P240	Correspond with review team regarding revisions to real property exhibits, finalization of indenture, and related issues.	1.70	972.40
06/15/2020	R W NOLAN	P240	Review final Exhibit A's	1.50	777.00
06/15/2020	R J HOFFMAN	P240	Review and update exhibit A's to indenture based upon title company's comments (1.5); correspondence with C. Hasbrouck regarding review of title company's comments (0.5); correspondence with R. Nolan and S. Wilson regarding review of title company's comments (0.5); call with R. Johnson, S. Wilson, and C. Hasbrouck regarding collation of final documents (1.0); call with R. Johnson regarding collation of final documents (0.5).	4.00	1,496.00
06/15/2020	R M JOHNSON	P240	Prepare for and attend conference call with team to organize recordation of the form of Mortgage Indenture.	0.50	443.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 73

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/15/2020	R M JOHNSON	P240	Telephone call with C. Hasbrouck to discuss organization.	0.30	266.10
06/16/2020	R J HOFFMAN	P240	Revise cover pages to indenture (0.2); review updated APNs provided by Title Company and update exhibit A's to indenture and cover pages to indenture (3.5); call with R. Nolan and S. Wilson regarding finalizing exhibit A's to indenture (0.3); calls with C. Hasbrouck regarding finalizing exhibit A's and cover pages to indenture (0.6); revise exhibit A's to indenture (0.7).	5.30	1,982.20
06/16/2020	R W NOLAN	P240	Finalize Exhibit A's and Cover Pages	2.00	1,036.00
06/16/2020	C W HASBROUCK	P240	Correspond with review team regarding outstanding items, finalization of real property exhibits, and additional issues.	1.70	972.40
06/16/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding finalization of exhibits, recording issues, and next steps.	0.70	400.40
06/16/2020	C W HASBROUCK	P240	Review additional materials received from title company (0.2), and prepare comments (0.5).	0.70	400.40
06/16/2020	C W HASBROUCK	P240	Prepare draft handling and recording instructions for recording of Indenture.	2.10	1,201.20
06/16/2020	C W HASBROUCK	P240	Prepare final drafts of real property exhibits and cover pages.	1.20	686.40
06/16/2020	R M JOHNSON	P240	Analyze updated checklist concerning status of real estate project.	0.70	620.90

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 74

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/16/2020	S A WILSON	P240	Prepare final revisions to Exhibit A's and Cover Pages (3.3); prepare notes for C. Hasbrouck regarding final audit of Exhibit A's (0.2); communications with team regarding final Exhibit A's (0.7)	4.20	1,608.60
06/17/2020	C W HASBROUCK	P240	Draft additional language for certificate	0.50	286.00
06/17/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding preparation of hard copies for recording.	0.50	286.00
06/17/2020	C W HASBROUCK	P240	Prepare title materials for circulation to lender team	0.40	228.80
06/17/2020	C W HASBROUCK	P240	Prepare additional materials for circulation to client team	0.30	171.60
06/17/2020	C W HASBROUCK	P240	Prepare draft handling and recording instructions.	0.80	457.60
06/17/2020	R M JOHNSON	P240	Analyze updated checklist concerning real estate portion of the project.	0.90	798.30
06/17/2020	S A WILSON	P240	Communication with C. Hasbrouck regarding status of closing documents to Indenture	0.20	76.60
06/18/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding encumbrance, priority, and related issues.	0.40	228.80
06/18/2020	C W HASBROUCK	P240	Prepare handling and recording instructions.	0.90	514.80
06/18/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of originals for recording and related issues.	0.50	286.00
06/18/2020	R M JOHNSON	P240	Revise real estate portion of the Indenture.	1.50	1,330.50
06/18/2020	S A WILSON	P240	Correspond with C. Hasbrouck regarding final document preparation (0.5); prepare final document checklists for original and certified copies (1.8)	2.30	880.90

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	75

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/19/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of originals for recording.	1.50	858.00
06/19/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding recording, preparation of materials, and next steps.	0.50	286.00
06/19/2020	C W HASBROUCK	P240	Review execution sets received from corporate team, and prepare comments with respect to supplemental indenture and recording issues.	0.50	286.00
06/19/2020	C W HASBROUCK	P240	Review draft materials received from review team, and follow up with review team regarding comments to same.	0.50	286.00
06/19/2020	C W HASBROUCK	P240	Finalize draft recording and handling instructions, and coordinate with title company regarding same.	0.30	171.60
06/19/2020	R M JOHNSON	P240	Follow up with C. Hasbrouck on the next steps for the recordation of the Indenture.	1.00	887.00
06/19/2020	S A WILSON	P240	Prepare revisions to electronic version of Indenture based on Exhibit B's (1.5); communications with team regarding document collation chart (0.3); prepare revisions to collation chart (0.8)	2.60	995.80
06/22/2020	S A WILSON	P240	Communication with team regarding preparation of closing documents and precautions	0.80	306.40
06/22/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of originals of Indenture for recording, procedures, and related issues.	1.80	1,029.60
06/22/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding recording, timelines, and supplemental indenture issues.	0.70	400.40

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	76

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/22/2020	R M JOHNSON	P240	Review the form of the resolutions.	0.70	620.90
06/22/2020	R M JOHNSON	P240	Review and modify as needed the protocols for recording the Indenture and the 5 supplemental indentures.	1.50	1,330.50
06/22/2020	R J HOFFMAN	P240	Call with S. Wilson and C. Hasbrouck regarding collation and auditing of indenture.	0.50	187.00
06/23/2020	C W HASBROUCK	P240	Correspond with review team regarding preparation of originals of Indenture for recording.	0.70	400.40
06/23/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding filing and recording issues.	0.50	286.00
06/23/2020	C W HASBROUCK	P240	Review comments from title company regarding recording issues (0.3), and prepare revised draft of recording instructions with respect to same (0.3).	0.60	343.20
06/23/2020	R M JOHNSON	P240	Conference with C. Hasbrouck regarding the status of the real estate project.	0.50	443.50
06/23/2020	R J HOFFMAN	P240	Audit recording and conformed copies of indenture (7.0); prepare notes for C. Hasbrouck and R. Johnson based on the same (.5); calls with C. Hasbrouck regarding status (.5).	8.00	2,992.00
06/23/2020	S A WILSON	P240	Prepare final versions of recordable and conformed copy Indentures (7.0); prepare notes for team based on the same (0.5); communications with C. Hasbrouck regarding final copies (0.5); prepare revisions to collated document chart for R. Johnson (0.2)	8.20	3,140.60

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 77

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	C W HASBROUCK	P240	Coordinate with R. Johnson and review team regarding final preparation of originals for recording.	0.70	400.40
06/24/2020	R M JOHNSON	P240	Work on the real estate part of the Indenture.	0.70	620.90
06/25/2020	C W HASBROUCK	P240	Prepare originals and conformed copies of Indenture in preparation for recording	5.50	3,146.00
06/25/2020	R M JOHNSON	P240	Analyze updated checklist concerning real estate project (0.5); revise same (2.5).	3.00	2,661.00
06/26/2020	C W HASBROUCK	P240	Prepare and finalize originals and conformed copies of Indenture in preparation for recording.	1.70	972.40
06/26/2020	C W HASBROUCK	P240	Correspond with corporate team regarding title and recording issues.	0.30	171.60
06/26/2020	C W HASBROUCK	P240	Correspond with title company regarding recording instructions and related issues.	0.30	171.60
06/26/2020	C W HASBROUCK	P240	Prepare revised recording instructions, and circulate to team.	0.50	286.00
06/26/2020	R M JOHNSON	P240	Prepare recordation checklist for the Indentures.	2.50	2,217.50
06/29/2020	R M JOHNSON	P240	Review the recordation process for the Indentures with the team.	0.80	709.60
06/29/2020	C W HASBROUCK	P240	Correspond with title company regarding recording issues (0.2), and prepare revised draft of escrow instructions with respect to same (0.4).	0.60	343.20
06/29/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding recording issues and comments from corporate team.	0.60	343.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 78

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/30/2020	R M JOHNSON	P240	Prepare correspondence to C. Hasbrouck regarding recordation.	0.30	266.10
06/30/2020	C W HASBROUCK	P240	Coordinate with title company and review team regarding final document preparation, escrow instructions, and recording issues.	0.60	343.20
06/30/2020	C W HASBROUCK	P240	Correspond with R. Johnson regarding recording issues.	0.30	171.60
06/30/2020	C W HASBROUCK	P240	Correspond with corporate team regarding recording issues.	0.20	114.40
06/30/2020	C W HASBROUCK	P240	Review and verify final pro formas received from title company, and prepare comments.	0.20	114.40
			TOTAL P240	220.40	
06/01/2020	M F FITZPATRICK	P300	Attended last chapter of diligence call	0.80	748.80

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	79

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	P C JAMIESON	P300	Update pro supp (3.3); email correspondence w/ B. Harney re: corresponding Corp pro supp changes (1.1); Email correspondence w/ R. Johnson and K. Felz re: UCC-1 filings (.5); Review DPW comments to other indebtedness section (.6); email correspondence w/ Company re: cap tables (1); email correspondence w/ Company re: opinions (.8); Email correspondence and telephone conference w/ J. Harbour re: escrow (.7); telephone conference w/ M. Fitzpatrick re: escrow (.4); Summarize pro supp open items (.8); email correspondence w/ MTO and Weil re: open disclosure items (1.2); review press release comments (.4); review cap table and sources and uses revisions (1.8)	12.60	6,186.60
06/01/2020	K C FELZ	P300	Revise description of Other Indebtedness for prospectus supplements per DPW comments (1.3); review underwriter counsel comments to opinion form and discuss with P. Jamieson (.4); review/signoff on press release comments from underwriters counsel (.3); conference call with PGE and HAK team to discuss documentation (.4); discuss revised version of UA with PGE legal team (.3); weekly reorganization team conference call (.4); review other changes to prospectus supplement and discuss with P. Jamieson and E. Nedell (.5);	3.60	3,142.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 80

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	P C JAMIESON	P300	Telephone conference w/ Hunton team re: escrow (.5); Telephone conference w/ B. Harney re: closing deliverables (.5); Email correspondence w/ Company re: expert's certificate (.4); Telephone conference w/ Company and Deloitte re: cap tables (.7); Update cap table (1.9); Email correspondence w/ DPW re: recording of FMB (.3); Telephone conference w/ DPW re: UA (.5); Attention to revised FMB risk factors (2.6); Telephone conference w/ E. Nedell re: opinion (.3); Email correspondence w/ C. Matthews re: opinion due diligence (.5); Email correspondence w/ Company re: title insurance allocations (.5); update escrow agreement (1.2)	9.90	4,860.90
06/02/2020	K C FELZ	P300	Conference call with escrow agent to discuss escrow arrangements (.4); call with company finance/accounting to discuss cap table and review of comfort letter precedent (.9); discuss changes to HAK opinion in offerings with P. Jamieson (.4); markup of revised version of underwriting agreement and explanatory email to DPW (2.1); discuss risk factors in pro supp with HAK team and underwriters' counsel (.4);	4.20	3,666.60
06/03/2020	M F FITZPATRICK	P300	Attended call with JPM, DPW and the Company to discuss offering documents and FMB Indenture	1.50	1,404.00
06/03/2020	M J GOSWELL	P300	Correspond with Hunton team regarding fixture filing.	1.00	585.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 81

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	P C JAMIESON	P300	Telephone conference w/ C. Matthews re: bankruptcy due diligence (.4); Email correspondence and telephone conference w/ Company re: corporate governance changes (.8); Update escrow agreement (.7); Prepare for weekly status call (.6); Attend weekly status call w/ Company (.8); Attend weekly JPM status call w/ working group (.5); Telephone conference w/ Company, Lazard, Cravath and Hunton re: cap tables and sources and uses (1); Telephone conference w/ Company re: open disclosure items (1); Attention to pro supp revisions from Weil (1.6); Attention to updated COVID risk factor (.4); Revise draft pro supp (4.3); Telephone conference w/ Cravath re: bankruptcy disclosure (.3)	12.40	6,088.40

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 82

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	K C FELZ	P300	Conference call with underwriters's counsel to discuss mortgage bond underwriting agreement comments (.3); review/comment on revised draft of FMB escrow agreement and discuss with P. Jamieson (.4); review draft of parent company underwriting agreement for conformity with mortgage bond draft (.3); weekly call with debt financing working group (.4); weekly update call with HAK/PGE teams regarding offerings and review of open items (.8); review/comment on investor testing the waters slides and discuss with P. Jamieson (.8); conference call with PGE, Lazard and Cravath to discuss Sources and Uses and Capitalization tables (1); conference call with company disclosure team about pro supp (.3); Conference call with PGE disclosure personnel regarding risk factor and business description (.8); review DPW comments to FMB pro supp and edits re: same (1.7); review comments from Weil, DPW and company and edits to pro supps (1.6).	8.40	7,333.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 83

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	P C JAMIESON	P300	Revise S&U table (.3); Revise cap table (.7); Email correspondence w/ DPW re: S&U and cap table open items (.4); Coordinate w/ B. Harney re: open pro supp items (.6); Email correspondence w/ K. Felz and Company re: Calculation Agent (.3); Email correspondence w/ K. Felz re: Indenture edits (.4); Research re: LIBOR replacement language and Calculation Agent role (1.7); Revise pro supp (4.7); Email correspondence w/ Lazard re: S&U updates (.6); Telephone conference and email correspondence w/ DPW re: LIBOR (.4); Email correspondence w/ Deloitte re: open items (.4); Update drat closing deliverables (1.7); Email correspondence w/ R. McNamara re: 382 limitation (.3); Telephone conference w/ Company re: open pro supp items (1.5); Telephone conference w/ JPM re: exchange debt (.4); Prepare open items list for pro supps (1.2); Update cap tables; confer w/ K. Felz re: same (1.1); telephone conference w/ M. Fitzpatrick re: open items (.4)	17.10	8,396.10
06/05/2020	M F FITZPATRICK	P300	Telephone conference with C. DeSanze to discuss disclosure issues and Prospectus Supplement	0.90	842.40

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 84

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/05/2020	P C JAMIESON	P300	Email correspondence w/ Company re: open disclosure points; follow-up email correspondence w/ MTO and Weil re: same (1.1); update floating rate disclosure re: replacement of Calculation Agent (2.6); email correspondence w/ M. Fitzpatrick and R. McNamara re: 382 limitation (.3); telephone conference w/ Company re: open items (.4); email correspondence w/ EMM re: revised Calculation Agent language (.3); email correspondence w/ Lazard re: sources and uses (.3); email correspondence w/ Cravath re: sources and uses (.3); telephone conference w/ M. Fitzpatrick re: pro supp (.6); telephone conference w/ DPW re: open items (.7); telephone conference w/ K. Felz re: same (.6); diligence rescission or damage claims disclosure (1.6); email correspondence w/ M. Fitzpatrick, K. Felz and R. Johnson re: updated risk factors (.8); telephone conference w/ Company re: business section disclosure (.3); follow-up email correspondence w/ Company re: same (.6); telephone conference w/ Company re: FLS (1); telephone conference w/ DPW re: alternate pro supps (.3); email correspondence w/ Weil re: confirmation order (.3); update pro supp (1.4); telephone conference w/ R. Johnson re: UCC-1 filings (.3)	13.80	6,775.80

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 85

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/06/2020	M F FITZPATRICK	P300	Telephone conference with P. Jamieson and M. Becker to discuss open issues and timeline to deb offering	1.00	936.00
06/06/2020	P C JAMIESON	P300	Email correspondence w/ R. McNamara re 382 limitation (.2); email correspondence w/ E. Nedell re: banking updates for pro supp (.2); email correspondence w/ DPW re: ratepayer credit (.3); research re: same (.6); email correspondence w/ Hunton team re: cap table edits (.5); attention to closing documents; telephone conference w/ B. Harney re: same (3.4); telephone conferences w/ M. Fitzpatrick and B. Harney re: logistics (.5); email correspondence w/ M. Fitzpatrick and B. Harney re: same (1.4); revise pro supp (2.3)	9.40	4,615.40
06/06/2020	K C FELZ	P300	Discuss timing of confirmation order and possibility of "funding transactions" order with HAK and company teams.	2.20	1,920.60
06/07/2020	P C JAMIESON	P300	Telephone conferences w/ Weil and Cravath re: pro supp comments (.9); email correspondence w/ Company re: next steps (.5); telephone conference w/ M. Fitzpatrick and B. Harney re: same (.5); email correspondence w/ Lazard and Cravath re: DPW comments to cap tables (.5); telephone conference w/ Hunton working group and Weil re: confirmation order update (.5); revise pro supp (3.7)	6.60	3,240.60

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 86

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/07/2020	K C FELZ	P300	Further discussion regarding interim funding transactions order, discuss with HAK team and review of initial draft (1.8); review/discuss DPW edits to underwriting agreement with P. Jamieson (.4).	2.20	1,920.60
06/08/2020	P C JAMIESON	P300	Telephone conference w/ B. Harney re: pro supp (1); revise same (5.3); telephone conference w/ M. Fitzpatrick re: open items (.6); email correspondence w/ Cravath re: disclosure open items (.7); email correspondence w/ Company re: class action disclosure (1.1); email correspondence w/ Company re: updated FLS (.9); telephone conference w/ DPW re: AB1054 (.4); email correspondence w/ MTO re: same (.2); email correspondence w/ Weil re: rescission claims (.8); telephone conference w/ M. Fitzpatrick, C. Kwon and B. Harney re: opinions (.5); telephone conferences w/ Company re: open items (.7)	11.20	5,499.20

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 87

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	P C JAMIESON	P300	Telephone conference w/ Company and Cravath re: COVID risk factor (.4); review Company comments/questions to pro supp (1.6); telephone conferences w/ M. Fitzpatrick and B. Harney re: pro supps (1.4); update pro supp to include outstanding questions/to-do items (4.7); email correspondence w/ Hunton working group re: open items (.4); coordinate signing of supplemental indenture w/ BNYM (.4); email correspondence w/ J. Goswell re: escrow (.3); telephone conference w/ Cravath re: disclosure (.4); telephone conferences w/ Weil re: disclosure open items (.8); telephone conference w/ Company re: expert's certificate open items (.6); telephone conference w/ K. Felz re: expert's and back-up certificates (.3); follow-up email correspondence w/ Weil re: pro supp (.6); email correspondence w/ Company re: GC opinions (.5); email correspondence w/ Company re: escrow period (.4); update Hunton opinion (1)	13.80	6,775.80

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 88

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/10/2020	P C JAMIESON	P300	Telephone conference w/ C. Matthews re: bankruptcy diligence (.3); telephone conferences w/ M. Fitzpatrick re: escrow conditions (.8); telephone conference w/ B. Harney and Cravath re: confirmation order (.5); telephone conference w/ JPM and working group re: status (.5); update real estate factual certificate (.6); email correspondence w/ R. McNamara re: tax disclosure question (.4); telephone conference w/ Company re: COVID risk factor (.3); telephone conference w/ M. Fitzpatrick and J. Harbour re: escrow conditions (.6); update pro supp (7.6); update open items tracker (.8); coordinate w/ printer re: base prospectus (.4); telephone conference w/ M. Fitzpatrick and E. Nedell re: escrow conditions (.3); email correspondence w/ Weil re: same (.5); coordinate w/ B. Harney re: pro supp edits; email correspondence w/ R. Johnson re: status (.2); email correspondence w/ Company re: excepted properties (.3)	14.10	6,923.10

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 89

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/10/2020	K C FELZ	P300	Discuss tax benefits payment agreement and implication under FMB indenture and discuss with E. Nedell (.4); Debt financing working group update call (.5); review of UCC-1's and collateral descriptions (.6); review of additional open items on FMB pro supp and discuss with P. Jamieson/review and markup pro supp before re-distribution to group.(2.4).	3.90	3,404.70
06/11/2020	M F FITZPATRICK	P300	Several telephone conferences with Company and Weil to discuss open issues concerning Prospectus Supplement	1.00	936.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 90

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/11/2020	P C JAMIESON	P300	Further revisions to FLS (1.3); telephone conference w/ B. Harney and DPW re: pro supp (.6); email correspondence w/ Company re: post-petition interest (.4); telephone conference w/ Weil re: pro supp comments (.5); telephone conferences w/ Weil re: conditions to effectiveness (.6); research re: same (1.2); telephone conference w/ M. Fitzpatrick re: sticker to pro supp (.4); research re: same (.4); review UA; email correspondence w/ DPW re: same (.3); email correspondence w/ J. Harbour re; appeal of confirmation order (.4); telephone conferences w/ Company and M. Fitzpatrick re: accrued interest calculation (1.3); revise rate base table (.6); telephone conference w/ Company re: commitment papers (.7); follow-up email correspondence w/ B. Harney re: signature pages (.3); review DPW and Weil comments to pro supp (1.3); attention to revising pro supp (5.8)	16.10	7,905.10

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 91

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/11/2020	K C FELZ	P300	Review of changes to PG&E board (.5); conference call regarding confirmation hearing status (.6); review/comment on revised version of FMB underwriting agreement and discuss with P. Jamieson (.4); conference call to discuss open items on prospectus supplement and review changes based on same (1.7); discuss and review escrow release conditions and revised draft of escrow agreement (.8); Discuss company questions on expert certificate and backup certs with P. Jamieson (.5); review revisions to risk factors in pro supp (.4); review revised versions of investor presentations (.6).	5.50	4,801.50
06/12/2020	M F FITZPATRICK	P300	Reviewed cap table revisions	0.40	374.40
06/12/2020	P C JAMIESON	P300	Revise pro supp (10.8); telephone conference w/ DPW and Weil re: open disclosure items (.6); follow-up email correspondence w/ Weil re: same (.6); attend market update call (.5); attend marketing call (.6); telephone conference w/ JPM re: roadshow (.4); coordinate w/ printer re: pro supps (.3); telephone conference w/ B. Harney re: pro supp edits (2.6)	16.30	8,003.30

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 92

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/12/2020	K C FELZ	P300	Utility FMB update and timing call with underwriting team (.4); call regarding Chapter 11 disclosure with Weil and DPW (.5); review of final filed Financing Order of the bankruptcy court (.3); review revisions to FMB pro supp and discuss with P. Jamieson (.7); discuss approach for subsequent developments with HAK team (.4); review of underwriters' counsel further comments to opinion drafts (.7).	3.00	2,619.00
06/13/2020	P C JAMIESON	P300	Telephone conferences w/ B. Harney re: pro supp edits (1.6); review comments to same (1.4); email correspondence w/ E. Nedell re: permitted investments for escrow (.3); telephone conferences w/ M. Fitzpatrick re: pro supp (.6); telephone conference w/ Company re: exchange debt (.4); email correspondence w/ Hunton working group re: same (.4); prepare pro supp mark-up (3.1)	7.60	3,731.60
06/14/2020	M F FITZPATRICK	P300	Telephone conference with Weil, Cravath and Company to discuss Prospectus Supplement disclosure	2.00	1,872.00
06/14/2020	P C JAMIESON	P300	Work on revisions to preliminary pro sup	6.30	3,093.30
06/14/2020	P C JAMIESON	P300	Update FLS for roadshow	1.20	589.20
06/14/2020	P C JAMIESON	P300	Telephone conference w/ Weil and Cravath re: disclosure updates	1.40	687.40
06/15/2020	M F FITZPATRICK	P300	Attended diligence and pre launch call	0.60	561.60
06/15/2020	M F FITZPATRICK	P300	Attend call with Company to discuss closing/pricing documents	0.50	468.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 93

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/15/2020	P C JAMIESON	P300	Attention to finalizing preliminary pro supp	4.00	1,964.00
06/15/2020	P C JAMIESON	P300	Email correspondence w/ Company re: GC opinions	0.30	147.30
06/15/2020	P C JAMIESON	P300	Telephone conference with DPW re: exit logistics (1.0); email correspondence w/ DPW re: logistics (1.6)	2.60	1,276.60
06/15/2020	K C FELZ	P300	Finalize preliminary pro supp for launch (1.1); Bringdown due diligence call (.3); market update and go/no-go call (.3); diligence question from underwriters' counsel and response re: same (.6); discuss pricing committee resolutions with undewriters' counsel (.3); review and update of closing indices (.4); conference call with HAK team to go over pricing/closing mechanics (.5); weekly reorganization team call (.5); Conference call with PGE legal to discuss internal counsel legal opinions (.6); review revisions to several rounds of escrow agreement drafts (.6).	5.20	4,539.60
06/15/2020	P C JAMIESON	P300	Telephone conference w/ Company re: opinions	0.40	196.40
06/15/2020	P C JAMIESON	P300	Telephone conference w/ Hunton working group	0.60	294.60
06/15/2020	P C JAMIESON	P300	Telephone conference and email correspondence w/ C. Hasbrouck re: opinion updates	0.30	147.30
06/15/2020	P C JAMIESON	P300	Email correspondence w/ M. Chan re: Calculation Agency Agreement	0.50	245.50
06/15/2020	P C JAMIESON	P300	Draft supplemental indenture	5.40	2,651.40
06/15/2020	P C JAMIESON	P300	Review UCC lien search	0.50	245.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 94

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/16/2020	M F FITZPATRICK	P300	Prepare for (0.6) and attended bring-down call (0.4) and market up date call (0.6)	1.60	1,497.60
06/16/2020	M F FITZPATRICK	P300	Prepare for (0.2) and Attended pricing call (0.5)	0.70	655.20
06/16/2020	D J MURPHY	P300	Participate in pricing call for the notes.	0.50	385.00
06/16/2020	P C JAMIESON	P300	Attend go/no go call (0.3), bring down call (0.4) and pricing call (0.5)	1.20	589.20
06/16/2020	P C JAMIESON	P300	Confer w/ K. Felz re: funds flow and acknowledgement	0.40	196.40
06/16/2020	P C JAMIESON	P300	Review mark-up of final pro supp	1.70	834.70
06/16/2020	P C JAMIESON	P300	Email correspondence w/ Company and DPW re: Deloitte rep letter	0.30	147.30
06/16/2020	P C JAMIESON	P300	Review revised drafts of UA (1.8); email correspondence w/ Company and K. Felz re: same (0.4)	2.20	1,080.20
06/16/2020	P C JAMIESON	P300	Review and revise draft Calculation Agency Agreement	1.30	638.30
06/16/2020	P C JAMIESON	P300	Review drafts of FWP	1.30	638.30
06/16/2020	P C JAMIESON	P300	Email correspondence w/ Company re: economics and expenses	0.60	294.60
06/16/2020	P C JAMIESON	P300	Email correspondence w/ DPW and EMM re: closing deliverables (0.8); telephone conference with DPW and EMM re: same (1.5); review updated draft checklist (1.1)	3.40	1,669.40
06/16/2020	P C JAMIESON	P300	Draft supplemental indenture	6.10	2,995.10
06/17/2020	P C JAMIESON	P300	Draft supplemental indenture	3.10	1,522.10
06/17/2020	P C JAMIESON	P300	Further revise supp proofs	5.70	2,798.70
06/17/2020	P C JAMIESON	P300	Update draft closing deliverables	2.70	1,325.70

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 95

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	P C JAMIESON	P300	Email correspondence w/ Company re: draft closing deliverables and exhibits	1.40	687.40
06/17/2020	P C JAMIESON	P300	Revise supplemental indenture per EMM comments	0.70	343.70
06/17/2020	P C JAMIESON	P300	Finalize 1940 Act certificate	0.50	245.50
06/17/2020	P C JAMIESON	P300	Email correspondence (0.6) and telephone conference w/ DPW re: final pro sup (0.8)	1.40	687.40
06/17/2020	P C JAMIESON	P300	Email correspondence w/ F. Vehbiu re: opinion updates (1.0); review revised drafts of same (0.6)	1.60	785.60
06/17/2020	P C JAMIESON	P300	Email correspondence (0.5) and telephone conference w/ Company re: accrued interest and escrow redemption premium (0.9)	1.40	687.40
06/17/2020	P C JAMIESON	P300	Email correspondence w/ Company re: Expert's Certificate updates	0.60	294.60
06/17/2020	P C JAMIESON	P300	Confer w/ K. Felz re: Expert's Certificate	0.30	147.30
06/17/2020	P C JAMIESON	P300	Email correspondence w/ EMM re: bond forms and signature pages	0.70	343.70
06/17/2020	P C JAMIESON	P300	Email correspondence w/ R. Johnson and C. Hasbrouck re: title policies	0.30	147.30
06/18/2020	M F FITZPATRICK	P300	Telephone conference with Company to discuss changes to Indenture	1.30	1,216.80
06/18/2020	M F FITZPATRICK	P300	Telephone conference with DPW to discuss changes to Indenture	1.00	936.00
06/18/2020	P C JAMIESON	P300	Email correspondence (1.2) and telephone conference w/ DPW re: closing deliverables (1.0); update same (1.4)	3.60	1,767.60
06/18/2020	P C JAMIESON	P300	Email correspondence (0.5) and telephone conference w/ EMM re: closing deliverables (1.7)	2.20	1,080.20

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 96

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/18/2020	P C JAMIESON	P300	Confer w/ K. Felz re: closing deliverables and Indenture and opinion revisions	2.70	1,325.70
06/18/2020	P C JAMIESON	P300	Update escrow agreement	0.70	343.70
06/18/2020	P C JAMIESON	P300	Review bannerless final pro supp	0.40	196.40
06/19/2020	P C JAMIESON	P300	Attend bring down due diligence call and closing call	0.30	147.30
06/19/2020	P C JAMIESON	P300	Revise final documents for 8-K closing	3.30	1,620.30
06/19/2020	M F FITZPATRICK	P300	Attended bring-down diligence call	0.30	280.80
06/20/2020	P C JAMIESON	P300	Email correspondence w/ Weil re: recording order	0.30	147.30
06/24/2020	P C JAMIESON	P300	Review effective date Hunton opinions and GC opinions delivered to BNYM	1.80	883.80
06/25/2020	P C JAMIESON	P300	Draft revised Expert's Certificate and accompanying deliverables (1.6); confer w/ K. Felz re: same (.5); revise July 1 opinions (.8)	2.90	1,423.90
06/27/2020	P C JAMIESON	P300	Prepare FMB closing deliverables for July 1 issuances	2.40	1,178.40
			TOTAL P300	297.20	
06/02/2020	M J GOSWELL	P400	Correspond with Hunton team re: escrow arrangements.	0.20	117.00
06/09/2020	M J GOSWELL	P400	Drafting changes to Utility bond escrow agreement.	2.00	1,170.00
06/09/2020	M A HAYES	P400	Review OpCo FMB Pro Supp	1.00	405.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 97

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/16/2020	K C FELZ	P400	Review/comment on revised draft of mortgage bond underwriting agreement and discuss with C. Kwon/comments to underwriters' counsel (.9). Bringdown due diligence call (.2); Pricing call for all FMBs (.3). Review subsequent drafts/signoff on underwriting agreement (1.4); review and coordinate signoff on free writing prospectus and filing (.4); markup of final pro supp for terms (1.5); discuss adjustment to Utility term loan with E. Nedell and D. Murphy (.4); review comments and revisions to closing opinions (.3); revise experts certficiate under mortgage and backup certifications (1.7); review proof of final pro supp from printer an coordinate review (1.2);	7.90	6,896.70
06/23/2020	B P HARNEY	P400	Revise FMB closing checklist for items needed at emergence (.6)	0.60	302.40
			TOTAL P400	11.70	

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 98

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	K C FELZ	P500	Further review and comment on disclosure around cap table and Sources and Uses (.7); review revisions and discussion of forward statements (.4); further questions from Deloitte on cap table in pro supp (.4); review investor presentation and introductory language (.7); review initial draft of closing documents and discuss with P. Jamieson (1.2); review CFO disclosure certificate and discuss with P. Jamieson (.3); further review/markup of pro supps including cap table and S & U (2.3).	6.00	5,238.00
06/05/2020	K C FELZ	P500	Review of revisions to Sources and Uses and capitalization table for pro supp and discuss with P. Jamieson (.3); review revisions to floating rate calculation in pro supp and discuss with P. Jamieson (.2); response to question from company finance regarding investor presentations (.2); review DPW comments to prospectus supplements, including FMB risk factor, and discuss with P. Jamieson (.7); further markup to pro supps and analysis of DPW comments (1.5).	2.90	2,531.70

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 99

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/08/2020	K C FELZ	P500	Further review and revision of FMB underwriting agreement and coordinate comments with company (.6); review further draft interim order for financings provided by Stroock (.3); review/comment on turns of pro supps and discuss with P. Jamieson and B. Harney (2.2); update call with reorganization working group (.5); conference call with company to discuss documentation (.4).	4.00	3,492.00
06/13/2020	K C FELZ	P500	Review and comment on revised slides of investor presentations and coordinate comments with M. Klemann (.9); review/comment on DPW comments to FMB escrow agreement and discuss with E. Nedell (1.1); review DPW comments to pro supps (.4).	2.40	2,095.20
06/13/2020	F VEHBIU	P500	Revise FMB pro supp.	2.80	1,248.80
06/16/2020	F VEHBIU	P500	Revised Hunton opinion and NAL (1.0) and closing deliverables (1.8) and correspondence with team re same (0.2); correspondence with DPW team re closing deliverables (0.1); reviewed free writing prospectus proof (0.3).	3.40	1,516.40
06/17/2020	K C FELZ	P500	(2.1) Review/revise and finalize final prospectus supplement. (2.3) Review revisions to opinions, closing documents, certificates, and other closing deliverables and discuss with P. Jamieson.	4.40	3,841.20
06/17/2020	F VEHBIU	P500	Correspondence with DPW team regarding closing deliverables.	0.70	312.20

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 100

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	F VEHBIU	P500	Revised Hunton opinion and NAL (1.7); drafted escrow receipt (0.8); correspondence with team re same (0.4).	2.90	1,293.40
06/18/2020	F VEHBIU	P500	Reviewed and revised global notes with comments from group (6.8); revised first supplemental indenture with comments from group (4.0); correspondence with group regarding closing deliverables and comments to same (2.2).	13.00	5,798.00
06/29/2020	K C FELZ	P500	Review/edit HAK and GC opinions to underwriters at effective date pursuant to underwriting agreements.	0.80	698.40
			TOTAL P500	43.30	
06/18/2020	K C FELZ	P600	Pre-closing. Coordinate review/finalize all opinions, certificates and other closing documents (5.3); coordinate finalization of final prospectus supplement (.5); revise base indenture opinion and PR requirements and discuss with trustee and underwriters' counsel (.9); review multiple rounds of underwriter/trustee comments on supplemental indenture and bond form and discuss with P. Jamieson (.8); weekly call with reorganization team (.5); discuss LCC treatment in base mortgage indenture and revision regarding same, and discuss with underwriters' and trustee counsel and company (2.3).	10.30	8,991.90
06/18/2020	F VEHBIU	P600	Prepare execution versions of closing documents.	2.50	1,115.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 101

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/19/2020	K C FELZ	P600	Closing. Final review of HAK opinions and other deliverables and discuss with P. Jamieson (.5) Discuss bond proceeds impact on bridge commitment letters with E. Nedell, Cravath and PGE (.3); Bringdown due diligence call and oversight of coordination of closing mechanics and closing funding call (.4). Group conference call with Primeclerk, Akin Gump and other counsel to discuss exchange debt, reinstated debt and funded debt issuance and payment mechanics (.9).	2.10	1,833.30
06/19/2020	F VEHBIU	P600	Reviewed 8-K proofs and created electronic mark-up for printer.	1.70	758.20
06/19/2020	F VEHBIU	P600	Prepared execution versions of FMB notes.	0.70	312.20
06/19/2020	F VEHBIU	P600	Pre-closing bring-down diligence call.	0.10	44.60
06/29/2020	P C JAMIESON	P600	Finalize drafts of July 1 deliverables	2.60	1,276.60
06/30/2020	P C JAMIESON	P600	Prepare executed closing deliverables (1.3); coordinate w/ EMM and DPW re: same (1.3); finalize opinions (.3)	2.90	1,423.90
			TOTAL P600	22.90	
06/22/2020	P C JAMIESON	P700	Work on revisions to post-closing deliverables (.8); email correspondence w/ DPW re: closing sets and remaining deliverables (.6); telephone conference w/ R. Johnson re: recording logistics (.5); follow-up email correspondence w/ R. Johnson re: same (.3)	2.20	1,080.20
			TOTAL P700	2.20	
			TOTAL HOURS	701.80	

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 102

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
K C FELZ	Partner	79.00	873.00	68,967.00
M F FITZPATRICK	Partner	63.20	936.00	59,155.20
S C FRIEND	Partner	1.00	891.00	891.00
R M JOHNSON	Partner	32.80	887.00	29,093.60
S C KWON	Partner	7.30	779.00	5,686.70
D J MURPHY	Counsel	0.50	770.00	385.00
M G CHAN	Associate	3.40	500.00	1,700.00
M J GOSWELL	Associate	3.20	585.00	1,872.00
B P HARNEY	Associate	8.50	504.00	4,284.00
C W HASBROUCK	Associate	66.30	572.00	37,923.60
M A HAYES	Associate	2.30	405.00	931.50
R J HOFFMAN	Associate	50.10	374.00	18,737.40
P C JAMIESON	Associate	270.00	491.00	132,570.00
F VEHBUI	Associate	33.50	446.00	14,941.00
S A WILSON	Associate	58.20	383.00	22,290.60
R W NOLAN	Staff Attorney	13.00	518.00	6,734.00
A R WASZILYCSAK	Paralegal	9.50	225.00	2,137.50
TOTAL FEES (\$)				408,300.10

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Project Administration	P100	28.80	11,573.30
Corporate Review	P210	75.30	61,352.20
Real and Personal Property	P240	220.40	114,779.20
Structure / Strategy / Analysis	P300	297.20	166,803.10
Initial Document Preparation / Filing	P400	11.70	8,891.10
Negotiation / Revision / Responses	P500	43.30	28,065.30
Completion / Closing	P600	22.90	15,755.70
Post-Completion / Post-Closing	P700	2.20	1,080.20
		701.80	408,300.10

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E107	Delivery/Messenger Services	36.13
E110	Out-of-Town Travel	16.35
E111	Meals	197.35
E124	Other - Filing Fees	43.55
E124	Other - Secretary of State Fees	183.00
TOTAL CURRENT EXPENSES (\$)		476.38

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 103

MATTER SUMMARY:

Current Fees:	\$ 408,300.10
Current Charges:	476.38
CURRENT MATTER AMOUNT DUE:	\$ 408,776.48

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 104

RE: (Hunton # 026915.0000039, Client's # 903235) 2020 PG&E Corp Secured Debt Offering

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	3.00	2,808.00
06/01/2020	S C KWON	P210	Continued review/comment on draft closing deliverables (1.5); conference call with B. Harney regarding comments thereto (0.3).	1.80	1,402.20
06/01/2020	J CHANDAPILLAI	P210	Review and revise description of notes (0.6); analyze comments from Davis Polk regarding disclosure in description of notes with respect to priority of payments in event of realization upon collateral (0.4); analyze coverage ratios being used in credit agreements versus in description of notes (0.4).	1.40	1,045.80
06/02/2020	M F FITZPATRICK	P210	Reviewed Risk Factor disclosure and Cap table disclosure	0.80	748.80
06/02/2020	M F FITZPATRICK	P210	Reviewed update to Prospectus Supplement	1.00	936.00
06/02/2020	M F FITZPATRICK	P210	Reviewed opinion issues	0.60	561.60
06/02/2020	B P HARNEY	P210	Attend PG&E call on cap table (1.0) analyze changes to same (2.2); review of comments to pro supp and incorporate in draft (2)analyze closing document requirements (1); analyze FMB UA comments to include in Notes UA (1)	7.20	3,628.80
06/03/2020	M F FITZPATRICK	P210	Reviewed Underwriting Agreement issues/opinion issues	1.50	1,404.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 105

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	J CHANDAPILLAI	P210	Analyze notes for comments from tax specialists and trustee (1.8); analyze comments to pledge agreement (0.6); analyze priority of payments in event of realization on collateral pursuant to pledge agreement (0.2).	2.60	1,942.20
06/04/2020	M F FITZPATRICK	P210	Reviewed Description of Notes and Prospectus Supplement	2.00	1,872.00
06/04/2020	J CHANDAPILLAI	P210	Revised draft of preliminary prospectus supplement (1.4); analyze changes to cover, summary of offering and description of notes with Henry Havre (1.9); analyze comments from trustee's counsel on preliminary prospectus supplement (0.8); review trustee's comments to pledge agreement (0.1); review comments to preliminary prospectus supplement from Davis Polk (0.4).	4.60	3,436.20
06/05/2020	M F FITZPATRICK	P210	Reviewed and revised Prospectus Supplement	1.40	1,310.40
06/05/2020	M F FITZPATRICK	P210	Reviewed Underwriting Agreement comments	1.20	1,123.20

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 106

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/05/2020	S C KWON	P210	Correspondence with B. Harney regarding DPW/banks's latest comments on Corp. pro supp (0.5); review/comment on latest draft of pro supp (1.8); review/comment on draft Corp underwriting agreement (3.2); conference call with B. Harney regarding comments thereto (0.6); review/comment on mark-up of underwriting agreement (0.3); Review of opinion comments from DPW (0.4); conference call with B. Harney regarding comments thereto (0.4).	7.20	5,608.80
06/05/2020	J CHANDAPILLAI	P210	Review and discuss comments to description of notes from Davis Polk and propose further revisions to description of notes (0.8); review and provide comments to pledge agreement (0.4).	1.20	896.40
06/06/2020	M F FITZPATRICK	P210	Reviewed and revised Prospectus Supplement for Corp.	1.50	1,404.00
06/06/2020	B P HARNEY	P210	Prepare closing documents (3.4); analyze Notes pro supp and revising draft accordingly (4); prepare plan for upcoming filing (1)	8.40	4,233.60
06/07/2020	M F FITZPATRICK	P210	Reviewed Prospectus Supplement comments	1.50	1,404.00
06/07/2020	B P HARNEY	P210	Review correspondence with PG&E about timing and provide comments to draft email (1.1); analyze Corp. UA with comments marked against FMB UA (2); analyze timing of funding order and revisions to pro supp to reflect changes (1)	4.10	2,066.40

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 107

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/07/2020	J CHANDAPILLAI	P210	Review comments to preliminary prospectus supplement from Cravath.	0.50	373.50
06/08/2020	M F FITZPATRICK	P210	Reviewed opinions and revised drafts of Underwriting Agreement	2.00	1,872.00
06/08/2020	M F FITZPATRICK	P210	Reviewed revised draft of Prospectus Supplement	2.00	1,872.00
06/08/2020	S C KWON	P210	Preparation of mark-up of comments on DPW's comments on draft Hunton Corp. opinion and NAL (1.3); conference call with B. Harney regarding such comments (0.4)	1.70	1,324.30
06/08/2020	B P HARNEY	P210	Analyze pro supp matters with company and accountants (3.2); revise pro supp with updated comments and review of additional precedents (2.4); attend call on cap table changes (0.6) and reflecting corresponding changes to pro supp (0.4)	6.60	3,326.40
06/09/2020	M F FITZPATRICK	P210	Reviewed opinions and revised Prospectus Supplement	2.80	2,620.80
06/09/2020	B P HARNEY	P210	Analyze disclosure of PG&E Notes pro supp (4.1); revise PG&E opinions (2)	6.10	3,074.40
06/10/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	2.50	2,340.00
06/10/2020	S C KWON	P210	Review/comment on latest draft of Corp. underwriting agreement (0.9); review/comment on latest draft of Corp pro sup (1.3).	2.20	1,713.80
06/10/2020	B P HARNEY	P210	Analyze disclosure items with PG&E team for pro supp (2.8); revise pro supp with comments from group (4)	6.80	3,427.20
06/11/2020	M F FITZPATRICK	P210	Reviewed/revised Prospectus Supplement	2.00	1,872.00

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	108

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/11/2020	S C KWON	P210	E-mail correspondences with Hunton team regarding the latest draft of the Underwriting Agreement (0.2); conference call with B. Harney regarding trustee counsel's question on the DON (0.3); conference call with PG&E team and Hunton banking team regarding latest changes to the escrow conditions (0.4).	0.90	701.10
06/12/2020	M F FITZPATRICK	P210	Reviewed revised opinions	0.80	748.80
06/12/2020	M F FITZPATRICK	P210	Reviewed testing the waters guidelines	0.40	374.40
06/12/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement drafts	2.00	1,872.00
06/12/2020	M F FITZPATRICK	P210	Reviewed cap table revisions	0.40	374.40
06/12/2020	M F FITZPATRICK	P210	Several telephone conferences with Weil and DPW to discuss Prospectus Supplements	0.50	468.00
06/12/2020	S C KWON	P210	Conference call with the Hunton team to discuss status of pro supp and other open items on transaction documents (0.3); working group market update call (0.4); conference call with Weil and P&GE teams to discuss certain open disclosure items in the pro sup (0.5); review/comment on further revised Corp pro sup (2.7)	3.90	3,038.10
06/13/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement	2.00	1,872.00
06/13/2020	M F FITZPATRICK	P210	Reviewed revised Prospectus Supplement comments	1.00	936.00

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	109

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/13/2020	S C KWON	P210	Review of investor deck, specifically relating to Corp secured notes and check against pro sup disclosure (0.6); e-mail correspondences/conference call with K. Felz regarding the same (0.2); review/comment on revised pro sup Corp comments from various parties and review of further revised pro sup (3.4)	4.20	3,271.80
06/14/2020	M F FITZPATRICK	P210	Reviewed comments to Prospectus Supplement	3.00	2,808.00
06/14/2020	S C KWON	P210	Continued review/comment on Corp pro sup and finalization thereof in anticipation of launch (4.7); review/check of Corp. DON and UA covenants and reps in connection with question from Company (0.4)	5.10	3,972.90
06/15/2020	M F FITZPATRICK	P210	Reviewed/Revised Prospectus Supplement	2.60	2,433.60
06/15/2020	M F FITZPATRICK	P210	Reviewed closing list	0.80	748.80
06/15/2020	S C KWON	P210	Continued review and finalization of Corp pro sup in anticipation of launch of marketing (3.9); bring-down diligence conference call (0.3); go/no-go conference call (0.4); e-mail correspondences with Hunton team regarding Cravath's question regarding pricing committee resolutions for debt exit financing (0.2); review/check of recent PG&E Corp's closing 8-Ks for debt offerings (0.4); conference call with M. Fausten at DPW regarding knowledge qualifier in GC opinion (0.3); e-mail correspondences with Hunton team regarding the same (0.2)	5.70	4,440.30

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 110

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/16/2020	M F FITZPATRICK	P210	Reviewed revised Underwriting Agreement and opinions	1.00	936.00
06/16/2020	B P HARNEY	P210	Prepare and analyze Corp. Notes pricing (1.4); review of closing documents and materials (1)	2.40	1,209.60
06/17/2020	M F FITZPATRICK	P210	Reviewed revised Underwriting Agreement and opinions	2.70	2,527.20
06/17/2020	M F FITZPATRICK	P210	Reviewed revised Escrow Agreement	1.10	1,029.60
06/17/2020	M F FITZPATRICK	P210	Reviewed Decision Memorandum by bankruptcy court	0.50	468.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 111

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	S C KWON	P210	Review/comment on latest revised drafts of the Corp. underwriting agreement (including check of draft common stock UA) and pricing term sheet (2.5); e-mail correspondences with B. Harney regarding comments on such transaction documents and discussion regarding distribution of same and other outstanding items for the Corp. deal (0.8); e-mail correspondences/conference calls with DPW team regarding transaction documents (0.3); review of E-RED in preparation for pricing and preparation of mark-up relating to disclosure around the increase of Corp term loan B and reduction of Utility term loan (3.5); review/check of updated opinions and comments from EMM/BNYM on deliverables under the indenture and Hunton opinion under the indenture (1.5); conference call with company counsel regarding draft UA comments (0.3); e-mail correspondences with company counsel regarding reminder about management rep letters for comfort letters (0.2)	9.10	7,088.90
06/17/2020	B P HARNEY	P210	Analyze UA and pricing documents for Corp. notes offering (3.2); review of opinions for closing (1)	4.20	2,116.80
06/18/2020	M F FITZPATRICK	P210	Reviewed Pricing Term Sheet	1.50	1,404.00
06/18/2020	M F FITZPATRICK	P210	Reviewed changes to Underwriting Agreement and Prospectus Supplement	0.80	748.80

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 112

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/18/2020	S C KWON	P210	Review/comment on draft Base Indenture (2.7); review/comment on latest drafts of pricing term sheet and finalization thereof for filing thereof with the printer (2.4); conference call with B. Harney regarding comments on pricing term sheets to be distributed to PG&E legal (0.3); bring-down diligence conference call (0.3); review/comment on latest revised draft of the underwriting agreement and execution thereof (0.9); continued preparation of mark-up of preliminary pro supp to reflect pricing terms (2.9); conference calls/e-mail correspondences with B. Harney regarding such mark-up of pro supp (0.6); review/comment on the proof of the final pro supp (1.7); review/check of latest revised proof of pro supp (0.5); e-mail correspondences with B. Harney regarding distribution of proof to the working group for signoff (0.2); review of EMM/BNY's additional request for reliance letter on Hunton opinion to underwriters and e-mail correspondences with B. Harney regarding same (0.4)	12.90	10,049.10
06/18/2020	B P HARNEY	P210	Continue analysis of PG&E Corp. Notes pricing, including preparation of FWP (2.2); review UA (2); review of mark-up of pro supp and coordinate sign-off (2); revise closing documents (1)	7.20	3,628.80
06/18/2020	S STANTON	P210	Review and analyze DON against Supplemental Indenture and Pledge Agreement.	12.70	5,143.50

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 113

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/19/2020	S C KWON	P210	Review/comment on revised updated opinions, escrow agreement and other deliverables under the indenture and underwriting agreement (3.2); conference call with B. Harney regarding comments on such documents and updates to be made (0.4); conference call with B. Harney regarding outstanding items to be finalized in preparation for pre-closing (0.4); review of draft wire instructions (0.3); conference call with B. Harney regarding accrued interest calculation and the amount to be deposited into the escrow account on closing date (0.4); continued review/comment on draft base indenture and supplemental indenture (6.9)	11.20	8,724.80
06/19/2020	B P HARNEY	P210	Revise closing documents with pricing terms (1.2); review of draft indentures (3); revise opinions and escrow agreements (2)	6.20	3,124.80
06/19/2020	M F FITZPATRICK	P210	Reviewed final Prospectus Supplement	1.50	1,404.00
06/19/2020	M F FITZPATRICK	P210	Reviewed closing documents	2.00	1,872.00
06/19/2020	S STANTON	P210	Analyze comments on Global Note.	0.80	324.00
06/20/2020	M F FITZPATRICK	P210	Reviewed draft Indenture and Supplemental Indenture	2.80	2,620.80
06/20/2020	S STANTON	P210	Revise Supplemental Indenture.	4.00	1,620.00
06/20/2020	S STANTON	P210	Review Supplemental Indenture against Escrow Agreement.	0.80	324.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 114

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/20/2020	S C KWON	P210	Continued review/comment on draft supplemental indenture (3.1); e-mail correspondences with Hunton team regarding comments on supplemental indenture and base indenture and the draft note thereto (0.4); e-mail correspondences with Hunton team regarding draft Cop. 8-K (0.3)	3.80	2,960.20
06/21/2020	B P HARNEY	P210	Correspondence with Hunton team with respect to comments on closing documents; (1) revise closing documents with comments from group (1); review of marketing materials for equity deal to conform with Notes deal (1); draft 8-K for Notes deal and TLB (1.3)	4.30	2,167.20
06/21/2020	M F FITZPATRICK	P210	Reviewed draft 8-K	0.80	748.80
06/21/2020	M F FITZPATRICK	P210	Reviewed presentation slides	0.70	655.20
06/21/2020	S C KWON	P210	Review of DPW/EMM comments on draft revised closing deliverables (0.3); e-mail correspondences with B. Harney regarding the same (0.1); e-mail correspondences with B. Harney regarding E. Nedell's comment on the base indenture relating to collateral agent resignation (0.4)	0.80	623.20
06/22/2020	M F FITZPATRICK	P210	Reviewed closing documents	3.50	3,276.00
06/22/2020	S STANTON	P210	Review and analyze DPW updated Supplemental Indenture.	1.60	648.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 115

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/22/2020	S C KWON	P210	Review/comment on draft cross-receipt and officers' certificate under the UA (0.4); e-mail correspondences with B. Harney regarding comments thereto (0.3); review/comment on further revised Hunton opinions to underwriters, trustee and escrow agent and NAL (1.3); e-mail correspondences with B. Harney regarding additional edits to be made thereto (0.2); review/comment on revised drafts of base indenture, supplemental indenture and 2028 and 2030 notes and finalization of same in anticipation of closing (3.9); negotiation of outstanding points on base indenture with DPW team (0.9); conference calls/e-mail correspondences with Hunton team regarding the same (0.6); conference call with company counsel regarding the remaining point on the base indenture (0.3); participation in the pre-closing (4.5)	12.40	9,659.60
06/23/2020	S STANTON	P210	Review and analyze 8-K filing.	2.80	1,134.00
06/23/2020	M F FITZPATRICK	P210	Attended bring down diligence call	0.30	280.80
06/23/2020	M F FITZPATRICK	P210	Reviewed final closing documents/opinions	1.20	1,123.20
06/25/2020	B P HARNEY	P210	Review corp. notes emergence closing checklist (.5); discuss Notes closing/effective date issues with C. Kwon (.6)	1.10	554.40
06/28/2020	B P HARNEY	P210	Review Corporate opinion for emergence date and revise accordingly (1.3)	1.30	655.20

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 116

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/29/2020	B P HARNEY	P210	Revise Hunton opinion for corp notes emergence (.8); Prepare emergence closing documents (.7)	1.50	756.00
			TOTAL P210	243.00	
06/01/2020	R MCNAMARA	P220	Continue work on tax revisions to draft prospectus supplement	1.10	1,079.10
06/02/2020	T P STROTHER	P220	Review and comment on tax section of prospectus supplement	0.40	153.20
06/02/2020	R MCNAMARA	P220	Work with Davis Polk on underwriter counsel proposed revisions to draft prospectus supplement	1.80	1,765.80
06/04/2020	R MCNAMARA	P220	Work on analysis and response to underwriter counsel tax diligence inquiries	3.10	3,041.10
06/05/2020	R MCNAMARA	P220	Work on tax diligence matters (3.1); telephone conference with client regarding tax diligence response (0.4)	3.50	3,433.50
06/06/2020	R MCNAMARA	P220	Continue work with underwriter counsel on response to ax diligence request	2.50	2,452.50
06/09/2020	R MCNAMARA	P220	Continue work on tax diligence matters	1.30	1,275.30
06/10/2020	T P STROTHER	P220	Research who makes tax withholdings from payments to shareholders when required	0.90	344.70
06/10/2020	R MCNAMARA	P220	Review and comments to revised draft offering documents (1.4); Continue work on tax diligence matters (0.6)	2.00	1,962.00
06/11/2020	R MCNAMARA	P220	Review and comments to revised draft prospectus supplement (0.4); continue work on tax diligence matters (0.7)	1.10	1,079.10
			TOTAL P220	17.70	

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 117

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	S C KWON	P280	Conference call with Cravath team regarding draft exit financing order (0.4)	0.40	311.60
			TOTAL P280	0.40	
06/01/2020	M F FITZPATRICK	P300	Attended last chapter of diligence calls	0.80	748.80
06/01/2020	H HAVRE	P300	Conference call with Eric Nedell regarding financial ratios used in indenture for senior secured notes and financial ratios used in credit agreements.	0.60	653.40
06/01/2020	H HAVRE	P300	Reviewed and implemented comments on description of senior secured notes to be issued by PG&E.	0.80	871.20
06/02/2020	M F FITZPATRICK	P300	Attended update call on emergence	0.80	748.80
06/02/2020	H HAVRE	P300	Reviewed new drafts of credit agreement and pledge agreement in light of disclosure in prospectus supplement for PG&E senior secured notes.	1.30	1,415.70
06/03/2020	M F FITZPATRICK	P300	Attended call with Company JPM and DPW to discuss offering status	0.50	468.00
06/04/2020	P C JAMIESON	P300	Revise S&U table (.3); Revise cap table (.7); Prepare open items list for pro supps (1.2); Update cap tables; confer w/ K. Felz re: same (1.1); telephone conference w/ M. Fitzpatrick re: open items (.4)	3.70	1,816.70
06/05/2020	M F FITZPATRICK	P300	Telephone conference with C. DeSanze to discuss Prospectus Supplement	0.90	842.40
06/05/2020	H HAVRE	P300	Conference with Eric Nedell regarding credit agreement terms and potential liability management transactions.	0.30	326.70

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	118

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/06/2020	M F FITZPATRICK	P300	Telephone conference with M. Becker and B. Harney to discuss open financing issues	1.00	936.00
06/11/2020	M F FITZPATRICK	P300	Telephone conference with Company and Weil to discuss open issues concerning Prospectus Supplement	1.00	936.00
06/14/2020	M F FITZPATRICK	P300	Several telephone conferences with Weil, Cravath and Company to discuss Prospectus Supplement disclosure	2.00	1,872.00
06/14/2020	P C JAMIESON	P300	Finalize preliminary pro supp	6.30	3,093.30
06/14/2020	P C JAMIESON	P300	Telephone conference w/ Weil and Cravath re: disclosure updates	1.40	687.40
06/15/2020	M F FITZPATRICK	P300	Attended diligence and pre-launch call	0.60	561.60
06/15/2020	M F FITZPATRICK	P300	Attend call with Company to discuss closing/pricing documents	0.50	468.00
06/15/2020	P C JAMIESON	P300	Work on revisions to preliminary pro supp	4.00	1,964.00
06/16/2020	M F FITZPATRICK	P300	Correspond with Munger to discuss Regulatory issues concerning Debt issuance	0.70	655.20
06/18/2020	M F FITZPATRICK	P300	Attended bring down diligence call	0.50	468.00
06/18/2020	M F FITZPATRICK	P300	Attended pricing call	0.50	468.00
			TOTAL P300	28.20	
06/01/2020	B P HARNEY	P400	Revise PG&E pro supp/DONs and circulate to groups for review (5.2); review of MTO and other opinions for Notes offering (2)	7.20	3,628.80
06/03/2020	B P HARNEY	P400	Attending call on cap table and sources and uses table (1.0), revise same based on call (4); revising prospectus supplement for Notes offering (8); revise opinions and review of UA (2)	15.00	7,560.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 119

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	B P HARNEY	P400	Attend call on offering and cap table/sources and uses (1.0); work on revisions to same (2.5); related correspondence with PG&E re: same (1.0); follow-up call re: same (1.0); follow-up correspondence with Hunton team re: same (0.6); revising prospectus supplement with comments from group (6)	12.10	6,098.40
06/05/2020	B P HARNEY	P400	Review outstanding pro supp items with N. Manuel at PG&E (3.5); revise draft pro supp for Notes offering (4); analyze opinion matters with DPW (1); review of UA (2)	10.50	5,292.00
06/08/2020	M A HAYES	P400	Began reviewing the PGE Corp Secured Notes ProSupp to ensure that cross references and definitions are correct.	1.20	486.00
06/09/2020	M A HAYES	P400	Continued reviewing the PGE Corp Secured Notes ProSupp to ensure that cross references and definitions are correct	1.00	405.00
06/11/2020	B P HARNEY	P400	Telephone call with Company on COVID disclosure matters and other items in pro supp (3.1); revise pro supp with comments from group (3); review of UA and closing documents for offering and revise accordingly (2)	8.10	4,082.40
06/12/2020	B P HARNEY	P400	Correspondence with Hunton team and PG&E team re: open pro supp matters (2.2); revise prospectus supplement (5); review of pro supps (2); preparing drafts of pro supps review of updates to closing documents and opinions (2)	14.20	7,156.80

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	120

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/13/2020	B P HARNEY	P400	Review of prospectus supplement proof and provide comments to printer (5.1); review of the group's comments to pro supps (5)	10.10	5,090.40
06/14/2020	B P HARNEY	P400	Analyze updated pro supp proofs from printer and revise same (6); review of comments from group and revise pro supps (5); telephone call with Weil team and Cravath teams on bankruptcy disclosures (2.2); preparing updated mark-up of pro supps (2)	15.20	7,660.80
06/15/2020	B P HARNEY	P400	Revise pro supp proof and coordinating with printer (4); revising proofs with comments from group (4) attending call to discuss closing logistics (1)	9.00	4,536.00
06/15/2020	K C FELZ	P400	Finalize preliminary pro supp for launch	1.10	960.30
06/16/2020	S C KWON	P400	Preparation of draft closing 8-K and exhibit 5 opinion (1.8); e-mail correspondences with Hunton team regarding draft 8-K (0.1); distribution of same to company counsel (0.2)	2.10	1,635.90
06/17/2020	K C FELZ	P400	Coordinate/review draft 8-K for Corp notes closing (.5);	0.50	436.50
06/20/2020	B P HARNEY	P400	Review of base indenture and supplemental indenture for Notes offering (2); prepare mark-up and provide to DPW team (1.2)	3.20	1,612.80
06/23/2020	B P HARNEY	P400	Revise closing checklist for Notes offering with items needed at emergence (.8)	0.80	403.20
06/26/2020	B P HARNEY	P400	Address open issues with Pledge Agreement and UCC filings (.5); preparing GC opinion to Underwriters at emergence date (.8)	1.30	655.20
TOTAL P400				112.60	

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 121

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	H HAVRE	P500	Reviewed and implemented changes to summary of notes terms stemming from tax comments and comments from trustee counsel.	0.90	980.10
06/04/2020	H HAVRE	P500	Reviewed and commented on preliminary prospectus supplement for high yield notes being marketed by PG&E.	9.20	10,018.80
06/05/2020	H HAVRE	P500	Reviewed and commented on revolving credit agreement in light of high yield notes.	1.00	1,089.00
06/05/2020	H HAVRE	P500	Reviewed and commented on changes to description of notes proposed by underwriters' counsel (Davis Polk).	0.80	871.20
06/12/2020	K C FELZ	P500	Review revised version of Corp secured notes pro supp (1.8).	1.80	1,571.40
06/30/2020	B P HARNEY	P500	Revise opinion and closing certificates for Corp. Notes offering at emergence (1.1); Review all executed closing documents for the offering (1.1)	2.20	1,108.80
TOTAL P500				15.90	

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 122

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/22/2020	B P HARNEY	P600	Prepare executed closing deliverables for pre-closing of PG&E Secured Notes offering (3.1); revise base and supplemental indentures based on comments received from parties (2); negotiating open issues on documents with Trustee and DPW teams (2); analyzing open items on documents with internal team and providing status update to Company (1); revise Global Notes in order to reflect changes made to supplemental indenture and other conforming changes (2); revise 8-K and coordinating with printer to EDGARize (1); review 8-K and revisions to exhibits to reflect final versions (2); revise opinions for closing and preparing executed versions to deliver at pre-closing (2)	15.10	7,610.40
06/22/2020	K C FELZ	P600	Pre-closing. Review of opinions, certificates, deliverables and escrow arrangement for Corp notes and discuss with C. Kwon and B. Harney.	2.20	1,920.60
06/23/2020	S C KWON	P600	Bring-down diligence conference call (0.3); participation in DTC closing call (1.3); review/check of 8-K proof (0.4); conference call with B. Harney regarding comments on 8-K proof and related exhibits thereto (0.2)	2.20	1,713.80
06/23/2020	B P HARNEY	P600	Address open issues with Secured Notes closing (2.1); revise and finalize 8-K (0.8) and draft correspondence to printer (0.2); review of final 8-K (1)	4.10	2,066.40
TOTAL P600				23.60	

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 123

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
TOTAL HOURS				441.40	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
K C FELZ	Partner	5.60	873.00	4,888.80
M F FITZPATRICK	Partner	69.50	936.00	65,052.00
H HAVRE	Partner	14.90	1,089.00	16,226.10
S C KWON	Partner	87.60	779.00	68,240.40
R MCNAMARA	Partner	16.40	981.00	16,088.40
J CHANDAPILLAI	Counsel	10.30	747.00	7,694.10
B P HARNEY	Associate	195.50	504.00	98,532.00
M A HAYES	Associate	2.20	405.00	891.00
P C JAMIESON	Associate	15.40	491.00	7,561.40
S STANTON	Associate	22.70	405.00	9,193.50
T P STROTHER	Associate	1.30	383.00	497.90
TOTAL FEES (\$)				294,865.60

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Corporate Review	P210	243.00	171,315.50
Tax	P220	17.70	16,586.30
Other	P280	0.40	311.60
Structure / Strategy / Analysis	P300	28.20	20,001.20
Initial Document Preparation / Filing	P400	112.60	57,700.50
Negotiation / Revision / Responses	P500	15.90	15,639.30
Completion / Closing	P600	23.60	13,311.20
		441.40	294,865.60

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E110	Out-of-Town Travel	151.38
E111	Meals	96.20
TOTAL CURRENT EXPENSES (\$)		247.58

MATTER SUMMARY:

Current Fees:	\$ 294,865.60
Current Charges:	247.58
CURRENT MATTER AMOUNT DUE:	\$ 295,113.18

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	124

RE: (Hunton # 026915.0000041, Client's # 802971) PG&E Utility 2020 Credit Facility

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	C M MATTHEWS	P210	Review materials from P. Jamieson to prepare for call regarding scope of diligence review (2.0); phone call with P. Jamieson regarding financing transaction and opinion due diligence (0.5); begin to review financing/bk documents (2.5)	5.00	1,870.00
06/04/2020	C M MATTHEWS	P210	Review bankruptcy documents for purposes of no violation opinion and correspond with E. Nedell and P. Jaimeson regarding review	3.80	1,421.20
06/10/2020	C M MATTHEWS	P210	Begin to review and list Exhibit 10 Material Contracts listed on PG&E's 10-K for purposes of no-violation opinion (3.5); phone call with P. Jameison regarding scope of review (0.5); review and provide comments to PG&E Term Loan Credit Agreement (5.4)	9.40	3,515.60
06/11/2020	C M MATTHEWS	P210	Continue to review and list Ex. 10 Material Contracts listed on PG&E's 10-k and material contracts listed on PG&E's 10-Q and any subsequent 8-K for purposes of no-violation opinion	4.00	1,496.00
06/12/2020	C M MATTHEWS	P210	Complete review and list Ex. 10 Material Contracts listed on PG&E's 10-k and material contracts listed on PG&E's 10-Q and any subsequent 8-K for purposes of no-violation opinion	2.70	1,009.80

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 125

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/16/2020	C M MATTHEWS	P210	Review "specified agreements" list in Cravath opinion to ensure all material agreements had been reviewed and were included in Hunton opinion (1.2); analyze material contracts list with P. Jamieson and revise list of agreements for Hunton opinion and review additional items filed on 6/19 8-K (0.6)	1.80	673.20
06/30/2020	C M MATTHEWS	P210	Review California Public Utilities Code for purposes of Hunton no violation opinion	1.70	635.80
			TOTAL P210	28.40	
06/03/2020	C W HASBROUCK	P240	Coordinate with capital finance team regarding UCC issues.	0.50	286.00
			TOTAL P240	0.50	
06/01/2020	E J NEDELL	P300	Email correspondence with Weil, Hunton and Davis Polk teams regarding fee disclosure	1.00	720.00
06/01/2020	E J NEDELL	P300	Review and respond to opinion questions	0.30	216.00
06/01/2020	E J NEDELL	P300	Email correspondence with Hunton deal teams to progress work streams for financing	1.80	1,296.00
06/01/2020	D J MURPHY	P300	Participate in status call with client to discuss status of documentation and responses thereto.	0.50	385.00
06/02/2020	E J NEDELL	P300	Review and respond to email correspondence regarding changes to deal terms	2.00	1,440.00
06/03/2020	E J NEDELL	P300	Weekly all-hands call regarding financing status and timeline	0.50	360.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 126

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	D J MURPHY	P300	Review Credit Agreement Exhibits for the revolver and term loans (Utility) (.70); participate on status call with all parties (.50); participate in status call with PGE team regarding all issues across the bond and bank facilities (.50); review and provide comments to escrow agreement for term loan B (1.3); review and provide final comments to all Exhibits for the Utility revolver and Term Loans (.40)	4.70	3,619.00
06/04/2020	D J MURPHY	P300	Participate in call with J. Harbour to discuss opinions and the treatment of the bankruptcy proceedings in respect thereof (0.4); coordinate with J. Goswell regarding the accumulation of closing documents and logistics. (0.3)	0.70	539.00
06/06/2020	D J MURPHY	P300	Participate in conference call to discuss delay in confirmation order being executed.	0.70	539.00
06/08/2020	E J NEDELL	P300	Conference with deal team regarding status of financing documents	1.00	720.00
06/08/2020	D J MURPHY	P300	Review revised drafts of Exhibits for Utility Revolver.	0.10	77.00
06/09/2020	E J NEDELL	P300	Conference with MTO, PG&E and Hunton team regarding Judge Alsup and dividend considerations	0.80	576.00
06/09/2020	E J NEDELL	P300	Correspondence with Lazard, Cravath and Weil regarding payment of fees	0.50	360.00
06/10/2020	E J NEDELL	P300	All hands document status conference	0.50	360.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 127

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/11/2020	E J NEDELL	P300	Conference with M. Fitzpatrick, M. Becker and S. Karotkin regarding escrow conditions and status of confirmation order (1.2); follow-up correspondence re: same (0.8)	2.00	1,440.00
06/11/2020	E J NEDELL	P300	Review BNY Mellon escrow provisions and provide feedback to J. Yu	0.30	216.00
06/15/2020	D J MURPHY	P300	Participate in call with all banks and PGE team regarding due diligence for offerings.	0.30	231.00
06/16/2020	D J MURPHY	P300	Provide comments to the Escrow Deposit and Disbursement Agreement following review of the same (1.3); continue review of Utility Escrow Disbursement Agreement (1.5); talk to E. Nedell regarding bond issuance above the 5.925 and email K. Felz regarding disclosure of the same (.20); participate in call with E. Nedell to discuss the escrow agreement and how it works in the revolver agreement (.20).	3.20	2,464.00
06/16/2020	E J NEDELL	P300	Conference with M. Becker and Hunton team regarding Utility term loan commitment reductions	1.80	1,296.00
06/17/2020	D J MURPHY	P300	Prepare written response to client regarding automatic commitment reductions following successful bond offering.	1.80	1,386.00
06/17/2020	E J NEDELL	P300	Draft cash management agreement	2.00	1,440.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 128

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/18/2020	D J MURPHY	P300	Review initial outline of cash management agreement (.50); preparing draft of cash collateral agreement for cash management obligations (1.7)	2.20	1,694.00
06/18/2020	E J NEDELL	P300	Correspondence with N. Manuel regarding LC commitments	0.50	360.00
06/18/2020	E J NEDELL	P300	Provide analysis to M. Becker regarding Utility term loan commitment reduction	1.00	720.00
06/18/2020	E J NEDELL	P300	Conference with D. Murphy regarding Cash Management Agreement	0.50	360.00
06/19/2020	D J MURPHY	P300	Preparing draft of the cash collateral agreement for cash management obligations.	6.00	4,620.00
06/19/2020	D J MURPHY	P300	Discuss with E. Nedell draft of the cash management cash collateral agreement	0.10	77.00
06/19/2020	E J NEDELL	P300	Attend FMB closing call	0.50	360.00
06/19/2020	E J NEDELL	P300	Attend all-hands funds flow call	1.00	720.00
06/22/2020	D J MURPHY	P300	Participate in call with Weil bankruptcy team (.50); review and provide comments to master fee structure table prepared by E. Nedell (.20)	0.70	539.00
06/23/2020	E J NEDELL	P300	Prepare analysis of emergence and required deliverables for financing	2.00	1,440.00
06/23/2020	E J NEDELL	P300	Review revised loan documents	0.30	216.00
06/23/2020	D J MURPHY	P300	Participate in call with PGE team and E. Nedell regarding disbursement amounts for the facilities (.30); follow-up with E. Nedell regarding procedural responsibilities for three remaining bank facilities (.10)	0.40	308.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 129

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	D J MURPHY	P300	Call with DPW regarding the checklist for the three remaining facilities (.60); draft fronting letters (2.0)	2.60	2,002.00
06/24/2020	E J NEDELL	P300	Participate in conference with deal team regarding LCs, escrow and funding mechanics	2.00	1,440.00
06/25/2020	D J MURPHY	P300	Further revise and distribute each of the fronting fee letters (.80); revise draft DIP Payoff Letter after review of the same (3.0); participate in logistics call with JPM and PGE (.50); creating Executive Matrix for each of the Four Bank Facilities (3.0); participate in status update calls for the Corp Facility (.20); participate in call and correspondence with N. Manuel regarding Letters of Credit (.30); participate in call with E. Nedell and correspond with Lenders counsel regarding LC status and treatment under the Revolver (.20).	8.00	6,160.00

HUNTON ANDREWS KURTH LLP**CLIENT NAME:** PACIFIC GAS & ELECTRIC COMPANY**FILE NUMBER:** 026915.MULTI**INVOICE:** 105070625**DATE:** 08/06/2020**PAGE:** 130

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/26/2020	D J MURPHY	P300	Review correspondence from N. Manuel and distribute documentation to Lenders counsel regarding pre-petition letters of credit (.20); review draft resolutions provide for cash management obligations (1.1); review revised resolution for Collateral Management Agreement (.30); review revised DIP payoff letter and correspond with the client concerning the same (.30); participate in call with all teams to discuss status of documentation and path to closing of facilities (.30); participate in lawyer call to discuss closing checklist; discuss the same internally (.50).	2.70	2,079.00
06/26/2020	E J NEDELL	P300	Review RFA and correspondence with deal team regarding aligning representations to Utility revolver	0.80	576.00
06/26/2020	E J NEDELL	P300	Conference with M. Becker regarding fire claims and collateral matters	0.80	576.00
06/26/2020	E J NEDELL	P300	Review opinion letters for P. Jamieson	0.50	360.00
06/27/2020	E J NEDELL	P300	Review and revise resolutions for Collateral Management Agreement	0.50	360.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 131

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/29/2020	D J MURPHY	P300	Draft responses to correspondence concerning governor's approval (.70); participate in call with internal team to confirm closing logistics and follow-up regarding the same (.70); review changes to opinions and transaction documents circulated by Lender counsel (.20); participate in call with E. Nedell to review and organize closing deliverables (.30); prepare Borrowing Notice and Conversion Notice (1.2)	3.10	2,387.00
06/30/2020	D J MURPHY	P300	Review and respond to correspondence regarding various outstanding open issues and data points for the two facilities (1.0); participate in call with all interested parties to discuss Plan execution (.50); finalizing document deliveries for satisfaction of conditions precedent to issuance of Debt (2.0)	3.50	2,695.00
			TOTAL P300	66.20	
06/01/2020	M J GOSWELL	P400	Finalizing utility revolver checklist (1.0); drafting changes to utility revolver legal opinion (1.2).	2.20	1,287.00
06/05/2020	E J NEDELL	P400	Conference with B. Mulligan and R. Johnson regarding UCC financing statement matters	0.50	360.00
06/07/2020	E J NEDELL	P400	Review prospectus supplements	0.50	360.00
06/11/2020	E J NEDELL	P400	Conference with Cravath and Weil teams regarding bankruptcy filings and confirmation order status	0.50	360.00
06/16/2020	M J GOSWELL	P400	Reviewing and comments to Utility term loan exhibits.	1.00	585.00
06/16/2020	M J GOSWELL	P400	Drafting LC escrow agreement for Utility RCF.	2.00	1,170.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 132

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/24/2020	E J NEDELL	P400	Prepare draft of bond documents for Utility FMBs	1.50	1,080.00
06/25/2020	M J GOSWELL	P400	Drafting solvency certificates (1hr); drafting resolutions for collateral management agreement (1hr); checklist call (30 minutes); drafting legal opinions (2hrs); coordinating signature pages (30 minutes); preparing closing certificates (balance)	6.00	3,510.00
06/25/2020	E J NEDELL	P400	Draft bond documents and deliver	1.50	1,080.00
06/27/2020	M J GOSWELL	P400	Compiling closing certificates and other bank facility deliverables.	2.30	1,345.50
06/30/2020	M J GOSWELL	P400	Revise closing documentation for bank facilities.	3.00	1,755.00
			TOTAL P400	21.00	
06/02/2020	E J NEDELL	P500	Conference with Munger Tolles, PG&E and Hunton regarding A/R securitization and CPUC approvals	0.80	576.00
06/02/2020	E J NEDELL	P500	Conference with Citibank regarding proposal for secured cash management obligations	0.80	576.00
06/03/2020	B J MULLIGAN	P500	Review and prepare comments to UCC-1 financing statement and fixture filing financing statement (1.2); research law on transmitting utility fixture filing (2.3)	3.50	2,726.50
06/03/2020	E J NEDELL	P500	Conference and email correspondence with P. Jin of Davis Polk regarding Citibank cash management arrangement	0.50	360.00
06/03/2020	E J NEDELL	P500	Review and provide comments to Escrow Agreement for FMB notes	0.80	576.00
06/03/2020	M J GOSWELL	P500	Reviewing and comments to utility term loan checklist	0.40	234.00

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	133

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/03/2020	M J GOSWELL	P500	Reviewing and comments to utility RCF exhibits.	1.40	819.00
06/04/2020	B J MULLIGAN	P500	Review "long-form" UCC collateral description for main financing statement and prepare comments (2.0); communication with R. Johnson regarding the same (including as to need to replicate collateral grant in UCC collateral description verbatim) (0.3)	2.30	1,791.70
06/04/2020	E J NEDELL	P500	Review and respond to comments from DPW to loan documents	1.50	1,080.00
06/04/2020	E J NEDELL	P500	Revise Term Loan B Credit Agreement and distribute	1.50	1,080.00
06/05/2020	B J MULLIGAN	P500	Call with R. Johnson and E. Nedell regarding collateral description in UCC-1	0.60	467.40
06/05/2020	E J NEDELL	P500	Review prospectus supplements and provide comments	0.80	576.00
06/05/2020	M J GOSWELL	P500	Finalizing term loan B agreement and attention to closing deliverables.	1.00	585.00
06/08/2020	M J GOSWELL	P500	Reviewing and finalizing exhibits for Utility RCF.	0.40	234.00
06/11/2020	E J NEDELL	P500	Review prospectus supplement revisions and provide comments	0.80	576.00
06/16/2020	E J NEDELL	P500	Review and revise L/C escrow disbursement agreement	1.50	1,080.00
06/19/2020	E J NEDELL	P500	Draft and distribute fronting fee letter	1.00	720.00
06/19/2020	E J NEDELL	P500	Correspondence with N. Manuel regarding upsize of LC commitments	0.50	360.00
06/19/2020	E J NEDELL	P500	Review and revise Collateral Management Agreement and distribute	1.50	1,080.00
06/21/2020	M J GOSWELL	P500	Preparing a calendar of "to do" items across the bank facilities for distribution to the company.	2.00	1,170.00

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	134

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/21/2020	E J NEDELL	P500	Review and revise Bond Documents and distribute to Davis Polk	1.30	936.00
06/24/2020	M J GOSWELL	P500	Drafting borrowing notices (1.1); correspondence with company re: signature pages (0.2); participate in checklist call (0.2)	1.50	877.50
06/24/2020	E J NEDELL	P500	Review and revise updated drafts of loan documents	2.50	1,800.00
06/25/2020	E J NEDELL	P500	Review revised loan documents and provide comments	0.50	360.00
06/25/2020	E J NEDELL	P500	Review opinion letters and provide comments	1.50	1,080.00
06/26/2020	E J NEDELL	P500	Review DIP payoff letter	0.50	360.00
06/26/2020	E J NEDELL	P500	Revise and distribute Collateral Management Agreement to Davis Polk	1.50	1,080.00
06/26/2020	E J NEDELL	P500	Revise and distribute Fifth Supplemental Indenture to Davis Polk	1.50	1,080.00
06/26/2020	E J NEDELL	P500	Review changes to Term Loan Credit Agreement	0.50	360.00
06/27/2020	E J NEDELL	P500	Conference with M. Becker, C. DeSanze and H. Weissmann regarding CPUC authorization of Collateral Management Agreement	0.50	360.00
06/27/2020	E J NEDELL	P500	Review and revise FMB bond documents	2.50	1,800.00
06/27/2020	E J NEDELL	P500	Review and respond to email correspondence regarding financing terms	1.50	1,080.00
06/29/2020	E J NEDELL	P500	Review and revise LC Escrow Deposit and Disbursement Agreement	1.50	1,080.00
06/29/2020	M J GOSWELL	P500	Correspondence to and from deal team re: closing bank facilities.	2.50	1,462.50
TOTAL P500				43.40	
06/24/2020	E J NEDELL	P600	Legal closing checklist call with Davis Polk, Hunton and PG&E teams	1.00	720.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 135

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/25/2020	E J NEDELL	P600	Legal closing checklist call with Davis Polk, Hunton and PG&E teams	1.00	720.00
06/25/2020	E J NEDELL	P600	Conference with JPMorgan and Hunton regarding funds flow for closing	0.50	360.00
06/25/2020	E J NEDELL	P600	Review and respond to email correspondence regarding closing mechanics	2.00	1,440.00
06/26/2020	E J NEDELL	P600	Legal closing checklist call with Davis Polk, Hunton and PG&E teams	1.00	720.00
06/26/2020	E J NEDELL	P600	Participate in pre-closing call to coordinate deliverables	1.80	1,296.00
06/28/2020	E J NEDELL	P600	Pre-closing correspondence (0.5) and coordination of issues in financing documentation (1.3)	1.80	1,296.00
06/29/2020	E J NEDELL	P600	Review and respond to email correspondence regarding closing deliverables	2.00	1,440.00
06/29/2020	E J NEDELL	P600	Pre-closing conference with deal teams	2.00	1,440.00
06/29/2020	E J NEDELL	P600	Review and revise closing deliverables for financing	1.50	1,080.00
06/30/2020	E J NEDELL	P600	Correspondence with deal team re: closing	2.00	1,440.00
06/30/2020	E J NEDELL	P600	Review and respond to financing emails	2.00	1,440.00
06/30/2020	E J NEDELL	P600	Prepare for and attend pre-closing conference	2.00	1,440.00
06/30/2020	E J NEDELL	P600	Final review of financing documentation	1.00	720.00
TOTAL P600				21.60	
TOTAL HOURS				181.10	

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 136

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
E J NEDELL	Partner	78.80	720.00	56,736.00
B J MULLIGAN	Counsel	6.40	779.00	4,985.60
D J MURPHY	Counsel	41.30	770.00	31,801.00
M J GOSWELL	Associate	25.70	585.00	15,034.50
C W HASBROUCK	Associate	0.50	572.00	286.00
C M MATTHEWS	Associate	28.40	374.00	10,621.60
TOTAL FEES (\$)				119,464.70

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Corporate Review	P210	28.40	10,621.60
Real and Personal Property	P240	0.50	286.00
Structure / Strategy / Analysis	P300	66.20	49,729.00
Initial Document Preparation / Filing	P400	21.00	12,892.50
Negotiation / Revision / Responses	P500	43.40	30,383.60
Completion / Closing	P600	21.60	15,552.00
		181.10	119,464.70

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E106	Online Research	234.91
TOTAL CURRENT EXPENSES (\$)		234.91

MATTER SUMMARY:

Current Fees:	\$ 119,464.70
Current Charges:	234.91
CURRENT MATTER AMOUNT DUE:	\$ 119,699.61

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 137

RE: (Hunton # 026915.0000042, Client's # 802946) PG&E Corp 2020 Credit Facility

FOR PROFESSIONAL SERVICES RENDERED THROUGH JUNE 30, 2020:

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	E J NEDELL	P100	Create issues list for M. Becker and C. DeSanze and distribute	1.00	720.00
06/13/2020	E J NEDELL	P100	Conference with C. DeSanze regarding financing status update	0.30	216.00
06/21/2020	E J NEDELL	P100	Review and respond to email correspondence regarding Term Loan closing	0.80	576.00
06/26/2020	E J NEDELL	P100	Coordinate delivery of Utility stock certificate in escrow to Davis Polk	0.50	360.00
			TOTAL P100	2.60	
06/02/2020	M F FITZPATRICK	P210	Reviewed Pledge Agreement	0.70	655.20
06/02/2020	M F FITZPATRICK	P210	Reviewed revised Credit Agreement and Covenants	0.50	468.00
			TOTAL P210	1.20	
06/01/2020	E J NEDELL	P300	Review prospectus supplement and provide comments	0.50	360.00
06/01/2020	E J NEDELL	P300	Conference with D. Murphy, N. Manuel and others regarding financial covenant calculations in credit agreement	1.50	1,080.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 138

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/01/2020	D J MURPHY	P300	Participate in discussion with John Goswell regarding escrow arrangements and associated UCC filings and other security interest issues associated with the respective UCC grants (1.5); participate in call with M. Becker to discuss potential changes to Excess Cash Flow in term Loan B (.20); participate in call with client to discuss excess cash flow definitions and changes to the same (1.2); participate in follow-up call with Nick Manuel to discuss changes to Excess cash flow and strategies to resolution (.3); review of Excess Cash Flow definition and precedent in preparation for call with client regarding the same (.50)	3.70	2,849.00
06/02/2020	E J NEDELL	P300	Conference with M. Fitzpatrick and Cravath regarding comments to PIPE investment agreement	0.50	360.00
06/02/2020	E J NEDELL	P300	Hunton conference regarding bankruptcy considerations in connection with escrow	0.30	216.00
06/02/2020	E J NEDELL	P300	Conference with Hunton, Deloitte and PG&E regarding Cap Table	0.50	360.00
06/02/2020	E J NEDELL	P300	Conference and email correspondence with M. Becker regarding Term Loan B credit agreement	0.50	360.00
06/02/2020	D J MURPHY	P300	Reviewing excess cash flow precedents for purposes of analyzing proposals in draft credit agreement	1.50	1,155.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 139

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/02/2020	D J MURPHY	P300	Participate in call to discuss bankruptcy issues associated with the Escrow arrangements (.20); review term loan B credit agreement draft circulated by E. Nedell (.20)	0.40	308.00
06/03/2020	E J NEDELL	P300	Conference with D. Murphy regarding Escrow Agreement	0.50	360.00
06/03/2020	M J GOSWELL	P300	Reviewing and comments to TLB escrow agreement.	0.50	292.50
06/03/2020	M J GOSWELL	P300	All hands call re: financing.	0.50	292.50
06/03/2020	D J MURPHY	P300	Reviewing UCC notes provided by B. mulligan regarding treatment of and preparation of UCC's for transmission utility filings (.70); reviewing Exhibits to Utility Revolver and term loans (.50)	1.20	924.00
06/04/2020	E J NEDELL	P300	Conference with PG&E team and D. Murphy regarding revisions to Term Loan B Credit Agreement	1.50	1,080.00
06/04/2020	E J NEDELL	P300	Conference with D. Murphy, J. Goswell and J. Harbour regarding opinion letter and bankruptcy considerations	0.50	360.00
06/04/2020	E J NEDELL	P300	Conference with C. DeSanze and J. Yu regarding status of Term Loan B Credit Agreement	0.50	360.00
06/04/2020	M J GOSWELL	P300	Preparing 40 act back-up opinion certificate for the TLB opinion.	0.40	234.00
06/04/2020	D J MURPHY	P300	Review and provide comments to draft opinions for the Term Loan B (1.0); participate in call with J. Goswell to discuss changes to draft opinion following bankruptcy calls (.30); participate in call with PGE team to discuss excess cash flow definition and treatment in the Corp. financing agreements (1.0)	2.30	1,771.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 140

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/05/2020	D J MURPHY	P300	Provide comments to draft Term Loan B term sheet after review of the same (2.0); review opinion comments received from Davis Polk to financing documents (.70)	2.70	2,079.00
06/06/2020	E J NEDELL	P300	Telephone call with Hunton, Cravath and Weil teams regarding proposed interim financing order and effects under bankruptcy code and impact on financing transactions (1.5); review and respond to follow-up correspondence re: same (1.5)	3.00	2,160.00
06/06/2020	E J NEDELL	P300	Conference with M. Becker regarding proposed interim financing order	0.50	360.00
06/08/2020	E J NEDELL	P300	Conference with bankruptcy team regarding plan funding order	0.50	360.00
06/08/2020	E J NEDELL	P300	Conference with M. Fitzpatrick and D. Murphy regarding financing terms and document revisions	1.30	936.00
06/08/2020	D J MURPHY	P300	Review changes to Term Loan B term sheet and provide comments to same (.50); participate in call with E. Nedell to discuss overall structure on Holdco financings (.20)	0.70	539.00
06/09/2020	E J NEDELL	P300	Conference with P. Zumbro, D. Haaren and M. Fitzpatrick regarding Plan Funding Order considerations	0.80	576.00
06/09/2020	E J NEDELL	P300	Participate in conference with deal team regarding changes to financing terms (1.0); follow-up correspondence with same (0.5)	1.50	1,080.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 141

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/09/2020	D J MURPHY	P300	Review and provide comments to revised draft opinion prepared by Brendan Harney.	0.30	231.00
06/10/2020	E J NEDELL	P300	Conference with deal team regarding bankruptcy confirmation order considerations	1.50	1,080.00
06/10/2020	E J NEDELL	P300	Conference with Hunton team regarding revisions to financing documentation (1.0); follow-up correspondence re: same (0.5)	1.50	1,080.00
06/10/2020	M J GOSWELL	P300	Participate in all hands call re: financing.	0.40	234.00
06/11/2020	D J MURPHY	P300	Participate in call with the PGE deal team to discuss open items on the credit agreement (term loan B).	0.50	385.00
06/12/2020	E J NEDELL	P300	Review revisions to Prospectus Supplements (0.5) and conferences with P. Jamieson regarding same (0.5)	1.00	720.00
06/12/2020	E J NEDELL	P300	Conference with Hunton deal team, J. Liou, B. Cheng and M. Becker regarding revisions to financing documents	2.00	1,440.00
06/12/2020	D J MURPHY	P300	Participate in call with both full PGE and bankruptcy teams regarding bankruptcy disclosures in Plan of Reorganization (.50); participate in weekly marketing call with all banks regarding financings (.50)	1.00	770.00
06/13/2020	E J NEDELL	P300	Conference with M. Becker and N. Manuel regarding permitted investments in escrow account	0.80	576.00
06/13/2020	E J NEDELL	P300	Participate in conference with deal team regarding document status and financing issues	2.00	1,440.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 142

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/14/2020	E J NEDELL	P300	Review and respond to email correspondence regarding document status and financing issues	1.50	1,080.00
06/14/2020	E J NEDELL	P300	Review amended plan and confirmation order	0.50	360.00
06/14/2020	E J NEDELL	P300	Review draft term sheets and credit agreement	1.00	720.00
06/15/2020	D J MURPHY	P300	.3 (PGE .42) participate in call with all banks and PGE team regarding marketing for financings (.30); participate in call with internal PGE team to generally discuss all financings (.50)	0.80	616.00
06/15/2020	E J NEDELL	P300	Participate in debt launching call with deal team	0.80	576.00
06/15/2020	E J NEDELL	P300	Review and respond to email correspondence from Hunton, DPW and company	0.50	360.00
06/15/2020	E J NEDELL	P300	Participate in debt marketing status call	0.50	360.00
06/15/2020	E J NEDELL	P300	Email correspondence to and from deal team regarding changes to financing papers	2.00	1,440.00
06/16/2020	D J MURPHY	P300	Participate in call with all banks to discuss launch of financings.	0.30	231.00
06/16/2020	E J NEDELL	P300	Participate in notes pricing call with deal team	1.50	1,080.00
06/16/2020	E J NEDELL	P300	Review Exhibit 5 opinion letter	0.30	216.00
06/17/2020	D J MURPHY	P300	Organize exhibits for review of term loan B exhibits (.50); provide comments to Term Loan B Exhibits following review (1.4); participate in call with E. Nedell and J. Goswell regarding term loan B closing mechanics (.40)	2.30	1,771.00
06/17/2020	E J NEDELL	P300	Analyze closing deliverables and timing	0.80	576.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 143

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/17/2020	E J NEDELL	P300	Conference with M. Becker and N. Manuel regarding financing considerations	0.50	360.00
06/18/2020	E J NEDELL	P300	Review and respond to email correspondence re: open financing issues	0.50	360.00
06/18/2020	E J NEDELL	P300	Conference with C. Choiniere regarding Term Loan notice of borrowing	0.30	216.00
06/18/2020	E J NEDELL	P300	Conference with T. Smith regarding transfer of FCC licenses	0.30	216.00
06/18/2020	E J NEDELL	P300	Conference with M. Becker regarding financing documentation matters	0.50	360.00
06/18/2020	E J NEDELL	P300	Conference with K. Felz regarding UCC financing statement matters	0.30	216.00
06/18/2020	E J NEDELL	P300	Provide analysis of bridge commitment terminations	1.00	720.00
06/20/2020	E J NEDELL	P300	Correspondence regarding escrow funding	0.80	576.00
06/22/2020	D J MURPHY	P300	Prepare mini funds flow email for purposes of tracking funds going in and out on the respective closing dates (4.3); participate in call with J. Goswell to discuss closing of Term Loan B facility (.10); participate in call with E. Nedell regarding Term Loan B fee structure (.30); participate in closing checklist call with DPW regarding Term Loan B (.30)	5.00	3,850.00
06/22/2020	E J NEDELL	P300	Review opinion letter for Term Loan	0.50	360.00
06/22/2020	E J NEDELL	P300	Review receivables financing agreement	0.50	360.00
06/22/2020	E J NEDELL	P300	Provide analysis of fees under bank financings for M. Becker and N. Manuel	1.80	1,296.00

HUNTON ANDREWS KURTH LLP	INVOICE:	105070625
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY	DATE:	08/06/2020
FILE NUMBER: 026915.MULTI	PAGE:	144

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/23/2020	E J NEDELL	P300	Provide analysis to M. Becker of covenant calculations of Corp debt	0.80	576.00
06/23/2020	D J MURPHY	P300	Participate in diligence call for bond offering and TLB Facility (.10); call with E. Nedell and J. Goswell to run through bank facilities closing checklists (.50)	0.60	462.00
06/25/2020	D J MURPHY	P300	Participate in status update call for the Bank Facilities.	0.30	231.00
06/26/2020	D J MURPHY	P300	Review revised pledge agreement and related Holdco Note Indentures.	0.30	231.00
06/29/2020	D J MURPHY	P300	Review draft 8K for accuracy.	0.40	308.00
06/30/2020	D J MURPHY	P300	Participate in all hands logistics call with all interested parties regarding debt.	1.00	770.00
06/30/2020	M J GOSWELL	P300	Participate in closing call re: bank facilities (1.0); review final facility documents (2.0).	3.00	1,755.00
			TOTAL P300	70.50	
06/01/2020	M J GOSWELL	P400	Reviewing description of notes for conformity to term loan B credit agreement.	2.00	1,170.00
06/02/2020	M J GOSWELL	P400	Drafting checklist for TLB (0.5); reviewing and comments to escrow agreement (1.0); reviewing lien searches and coordinating preparation of DIP payoff letter (1.0)	2.50	1,462.50
06/03/2020	E J NEDELL	P400	Draft and distribute Escrow Agreement for Corp Term Loan (1.5) and conference with deal team regarding same (0.5)	2.00	1,440.00
06/03/2020	M J GOSWELL	P400	Reviewing and comments to Holdco revolver checklist.	0.40	234.00
06/04/2020	M J GOSWELL	P400	Finalizing TLB opinion internally.	1.00	585.00

HUNTON ANDREWS KURTH LLP

CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY

FILE NUMBER: 026915.MULTI

INVOICE: 105070625

DATE: 08/06/2020

PAGE: 145

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/04/2020	M J GOSWELL	P400	Coordinating preparation of effective date certificates under the TLB and other closing matters.	0.50	292.50
06/15/2020	M J GOSWELL	P400	Preparing signature pages for TLB.	0.50	292.50
06/17/2020	M J GOSWELL	P400	Drafting TLB notice of borrowing.	0.50	292.50
06/18/2020	M J GOSWELL	P400	Term Loan B: correspondence with deal team re: open issues.	1.00	585.00
06/18/2020	E J NEDELL	P400	Prepare commitment termination/reduction notices	1.50	1,080.00
06/18/2020	E J NEDELL	P400	Prepare outline of bank financing calendar	1.00	720.00
06/19/2020	M J GOSWELL	P400	Finalizing TLB closing certificate and 1940 Act opinion certificate.	1.00	585.00
06/22/2020	M J GOSWELL	P400	Review TLB credit agreement.	4.00	2,340.00
06/23/2020	M J GOSWELL	P400	Closing TLB credit agreement; drafting legal opinion for TLB escrow release date.	4.00	2,340.00
06/26/2020	M J GOSWELL	P400	Drafting certificates and other closing deliverables (4.5); participate in checklist call with deal team (0.7)	5.20	3,042.00
			TOTAL P400	27.10	
06/01/2020	E J NEDELL	P500	Review and revise Term Loan B Credit Agreement	2.50	1,800.00
06/02/2020	E J NEDELL	P500	Review PIPE investment agreement and provide comments	0.50	360.00
06/03/2020	E J NEDELL	P500	Review and revise Pledge Agreement and distribute	0.80	576.00
06/03/2020	E J NEDELL	P500	Review and revise Term Loan B Credit Agreement	1.50	1,080.00
06/04/2020	E J NEDELL	P500	Opinion review and revisions	2.00	1,440.00
06/05/2020	E J NEDELL	P500	Review and revise Hunton opinion letter for Term Loan B	1.50	1,080.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 146

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/05/2020	E J NEDELL	P500	Review and revise Term Loan B Credit Agreement and distribute	0.80	576.00
06/05/2020	E J NEDELL	P500	Review comments from DPW to escrow agreement	0.30	216.00
06/05/2020	E J NEDELL	P500	Revise and distribute Pledge Agreement	0.50	360.00
06/07/2020	E J NEDELL	P500	Review and revise Escrow Agreement	0.80	576.00
06/07/2020	E J NEDELL	P500	Conference with Hunton, Weil and Cravath teams regarding proposed interim financing order	1.50	1,080.00
06/08/2020	E J NEDELL	P500	Review and revise Pledge Agreement	1.50	1,080.00
06/08/2020	E J NEDELL	P500	Review and revise Term Loan B term sheet	1.50	1,080.00
06/08/2020	E J NEDELL	P500	Review and revise prospectus supplement and provide comments	1.50	1,080.00
06/08/2020	E J NEDELL	P500	Conference with B. Cheng at Davis Polk regarding comments to loan documents	0.50	360.00
06/09/2020	M J GOSWELL	P500	Drafting changes to Hunton opinion.	1.00	585.00
06/09/2020	E J NEDELL	P500	Review and revise Escrow Agreement and distribute same	2.00	1,440.00
06/09/2020	E J NEDELL	P500	Final revisions to Term Loan B Credit Agreement and distribute same	1.50	1,080.00
06/09/2020	E J NEDELL	P500	Final revisions to Term Sheet and distribute same	1.30	936.00
06/10/2020	E J NEDELL	P500	Review and revise Term Loan B credit agreement	2.50	1,800.00
06/10/2020	E J NEDELL	P500	Review and revise Pledge Agreement	1.00	720.00
06/10/2020	E J NEDELL	P500	Review and revise Escrow Agreement	0.80	576.00
06/10/2020	E J NEDELL	P500	Review and revise term sheet	0.80	576.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 147

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/10/2020	E J NEDELL	P500	Conference with Davis Polk regarding escrow conditions	0.50	360.00
06/10/2020	M J GOSWELL	P500	Drafting changes and distributing TLB opinion	1.00	585.00
06/11/2020	E J NEDELL	P500	Review prospectus supplement revisions and provide comments	0.80	576.00
06/11/2020	E J NEDELL	P500	Review and revise Term Loan B credit agreement	1.50	1,080.00
06/11/2020	E J NEDELL	P500	Conference with PG&E team regarding revisions to credit agreement	0.80	576.00
06/12/2020	E J NEDELL	P500	Market update calls with JPMorgan and other underwriters	1.00	720.00
06/12/2020	E J NEDELL	P500	Revise Pledge Agreement and distribute	0.50	360.00
06/12/2020	E J NEDELL	P500	Revise term sheet and distribute	0.30	216.00
06/12/2020	E J NEDELL	P500	Revise Credit Agreement and distribute	1.30	936.00
06/12/2020	E J NEDELL	P500	Review Davis Polk revisions to Credit Agreement	0.80	576.00
06/12/2020	E J NEDELL	P500	Review and revise Escrow Agreement	1.00	720.00
06/13/2020	E J NEDELL	P500	Conference with M. Becker regarding credit agreement revisions	0.50	360.00
06/13/2020	E J NEDELL	P500	Review and revise escrow agreement for Term Loan B	2.00	1,440.00
06/13/2020	E J NEDELL	P500	Review and revise escrow agreement for FMB notes	1.00	720.00
06/13/2020	E J NEDELL	P500	Continue revisions to escrow agreements, including disclosure matters	1.50	1,080.00
06/14/2020	E J NEDELL	P500	Participate in conference with deal team regarding escrow arrangements (0.5) revise same (1.3)	1.80	1,296.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 148

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/14/2020	E J NEDELL	P500	Conference with JPMorgan, Davis Polk, Hunton and PG&E regarding escrow agreement terms	1.80	1,296.00
06/14/2020	E J NEDELL	P500	Review and revise three escrow agreements and distribute same	3.30	2,376.00
06/15/2020	M J GOSWELL	P500	Reviewing and comments to TLB exhibits.	1.00	585.00
06/15/2020	E J NEDELL	P500	Revise escrow agreements and distribute	1.50	1,080.00
06/16/2020	E J NEDELL	P500	Review and revise escrow agreements	3.00	2,160.00
06/17/2020	M J GOSWELL	P500	Drafting Closing Certificate for Term Loan B.	2.00	1,170.00
06/17/2020	E J NEDELL	P500	Review and revise escrow agreements	1.50	1,080.00
06/17/2020	E J NEDELL	P500	Review changes to term sheet and credit agreement	0.80	576.00
06/18/2020	E J NEDELL	P500	Review prospectus supplement and provide comments	0.30	216.00
06/18/2020	E J NEDELL	P500	Further revisions to escrow agreement	2.00	1,440.00
06/19/2020	E J NEDELL	P500	Review and revise escrow agreement based on comments from DPW	0.50	360.00
06/19/2020	E J NEDELL	P500	Email correspondence regarding revisions to financing terms and timing	1.80	1,296.00
06/19/2020	E J NEDELL	P500	Revise Term Loan B Credit Agreement and Escrow Agreement	1.00	720.00
06/20/2020	M J GOSWELL	P500	Drafting 8-k disclosure for Term Loan B	2.00	1,170.00
06/20/2020	E J NEDELL	P500	Review Weil comments to credit agreement and correspondence with M. Becker regarding same	0.50	360.00
06/21/2020	E J NEDELL	P500	Review 8-K disclosure and provide comments	0.50	360.00
06/21/2020	E J NEDELL	P500	Review equity roadshow presentation and provide comments	0.30	216.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 149

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/21/2020	E J NEDELL	P500	Review notes supplemental indenture disclosure and provide comments	0.30	216.00
06/26/2020	E J NEDELL	P500	Conference with PG&E and JPMorgan teams regarding escrow conditions and disbursements	0.50	360.00
			TOTAL P500	69.50	
06/22/2020	E J NEDELL	P600	Revise bank documents (1.9), final document and opinion review (3.1)	4.80	3,456.00
06/22/2020	E J NEDELL	P600	Status call with Weil and D. Murphy re: financing	1.00	720.00
06/22/2020	E J NEDELL	P600	Pre-closing call with Davis Polk	0.50	360.00
06/23/2020	E J NEDELL	P600	Correspondence to and from deal team re: Term Loan B closing	2.30	1,656.00
06/23/2020	E J NEDELL	P600	Conference with C. DeSanze regarding Term Loan matters	0.30	216.00
06/23/2020	E J NEDELL	P600	Conference with N. Manuel, J. Goswell & D. Murphy regarding fees, disbursement agreement and funds flow	1.50	1,080.00
06/23/2020	E J NEDELL	P600	Conference with Hunton and PG&E teams regarding financing steps and deliverables	2.00	1,440.00
06/29/2020	E J NEDELL	P600	Review and respond to email correspondence regarding closing deliverables	2.00	1,440.00
06/29/2020	M J GOSWELL	P600	Correspondence to and from deal team re: closing bank facilities.	2.50	1,462.50
06/30/2020	E J NEDELL	P600	Correspondence with deal team re: coordinating closing of bank facilities	2.00	1,440.00
06/30/2020	E J NEDELL	P600	Review and respond to financing emails	2.00	1,440.00
06/30/2020	E J NEDELL	P600	Prepare for (0.5) and attend pre-closing conference (1.5)	2.00	1,440.00

HUNTON ANDREWS KURTH LLP
CLIENT NAME: PACIFIC GAS & ELECTRIC COMPANY
FILE NUMBER: 026915.MULTI

INVOICE: 105070625
DATE: 08/06/2020
PAGE: 150

DATE	TIMEKEEPER	TASK	DESCRIPTION	HOURS	VALUE
06/30/2020	E J NEDELL	P600	Final review of financing documentation	1.00	720.00
TOTAL P600				23.90	
TOTAL HOURS				194.80	

TIMEKEEPER SUMMARY:

TIMEKEEPER	STATUS	HOURS	RATE	VALUE
M F FITZPATRICK	Partner	1.20	936.00	1,123.20
E J NEDELL	Partner	131.40	720.00	94,608.00
D J MURPHY	Counsel	25.30	770.00	19,481.00
M J GOSWELL	Associate	36.90	585.00	21,586.50
TOTAL FEES (\$)				136,798.70

TIME SUMMARY BY TASK CODE:

DESCRIPTION	CODE	HOURS	VALUE
Project Administration	P100	2.60	1,872.00
Corporate Review	P210	1.20	1,123.20
Structure / Strategy / Analysis	P300	70.50	51,377.00
Initial Document Preparation / Filing	P400	27.10	16,461.00
Negotiation / Revision / Responses	P500	69.50	49,095.00
Completion / Closing	P600	23.90	16,870.50
		194.80	136,798.70

FOR COSTS ADVANCED AND EXPENSES INCURRED:

CODE	DESCRIPTION	AMOUNT
E107	Delivery/Messenger Services	14.65
TOTAL CURRENT EXPENSES (\$)		14.65

MATTER SUMMARY:

Current Fees:	\$ 136,798.70
Current Charges:	14.65
CURRENT MATTER AMOUNT DUE:	\$ 136,813.35

INVOICE SUMMARY:

Current Fees:	\$ 1,461,071.20
Current Charges:	5,208.98
CURRENT INVOICE AMOUNT DUE:	\$ 1,466,280.18